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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.¹	:
-----X	

**Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)**

**STATEMENT OF FINANCIAL AFFAIRS FOR
KMART OPERATIONS LLC
CASE NO. 18-23540 (RDD)**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

**GLOBAL NOTES AND STATEMENTS OF LIMITATIONS, METHODOLOGY
AND DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES OF
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Sears Holdings Corporation (“**Sears Holdings**”) and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), are filing their respective Schedules of Assets and Liabilities (each, a “**Schedule**” and, collectively, the “**Schedules**”) and Statements of Financial Affairs (each, a “**Statement**” or “**SOFA**” and, collectively, the “**Statements**” or “**SOFAs**” in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) pursuant to section 521 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

These Global Notes and Statements of Limitations, Methodology and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs (collectively, the “**Global Notes**”) pertain to, are incorporated by reference in, and comprise an integral part of all the Schedules and Statements. The Global Notes are in addition to the

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specific notes set forth below with respect to particular Schedules and Statements (the “**Specific Notes**” and, together with the Global Notes, the “**Notes**”). These Global Notes should be referred to, and referenced in connection with, any review of the Schedules and Statements.

The Debtors’ management prepared the Schedules and Statements with the assistance of their advisors and other professionals and have necessarily relied upon the efforts, statements, advice, and representations of personnel of the Debtors and the Debtors’ advisors and other professionals. Given the scale of the Debtors’ businesses, the Debtors’ management has not (and could not have) personally verified the accuracy of each statement and representation in the Schedules and Statements, including, but not limited to, statements and representations concerning amounts owed to creditors.

The Schedules and Statements are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of preparation. The Debtors’ management team and advisors have made reasonable efforts to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances; however, subsequent information or discovery may result in material changes to the Schedules or Statements and inadvertent errors, omissions, or inaccuracies may exist. Notwithstanding any such discovery, new information, or errors or omissions, the Debtors do not undertake any obligation or commitment to update the Schedules and Statements.

The Debtors reserve all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Schedules and Statements as to amount, liability, classification, identity of debtor or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore, nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of any of the Debtors’ rights or an admission with respect to their chapter 11 cases, including, but not limited to, any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or re-characterization of contracts and leases, assumption or rejection of contracts and leases under the provisions of chapter 3 of the Bankruptcy Code, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code, or any other relevant applicable laws to recover assets or avoid transfers.

The Schedules, Statements, and Notes should not be relied upon by any persons for information relating to current or future financial conditions, events, or performance of any of the Debtors or their affiliates.

1. **Description of the Cases.** The Debtors commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code on October 15, 2018 (such Debtors, the “**Initial Debtors**”), and on October 18, 2018, October 22, 2018, and

January 7, 2018 (such Debtors, the “**Additional Debtors**”),² each such date, the “**Commencement Date**” for the relevant Debtors. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On October 16, 2018, the Bankruptcy Court entered an order authorizing the joint administration of the cases of the Initial Debtors pursuant to Bankruptcy Rule 1015(b). On November 1, 2018, November 2, 2018, and January 10, 2019, the Bankruptcy Court applied such order to the cases of the Additional Debtors. On October 24, 2018, the United States Trustee for the Southern District of New York Region 2 (the “**U.S. Trustee**”) appointed an official committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code (the “**Creditors’ Committee**”).

2. **Basis of Presentation.** For financial reporting purposes, the Debtors generally prepare consolidated financial statements, which include financial information for Sears Holdings and its subsidiaries, including both Debtors and certain non-debtor affiliates. The Schedules and Statements are unaudited and reflect the Debtors’ reasonable efforts to report certain financial information of each Debtor on a stand-alone, unconsolidated basis. These Schedules and Statements, neither purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“**GAAP**”), nor are they intended to be fully reconciled with the financial statements of each Debtor.

The Debtors attempted to attribute the assets and liabilities, certain required financial information, and various cash disbursements to the proper Debtor entity. However, because the Debtors’ accounting systems, policies, and practices were developed for consolidated reporting purposes, rather than by individual legal entity, it is possible that not all assets, liabilities or amounts of cash disbursements have been recorded with the correct legal entity on the Schedules and Statements. Accordingly, the Debtors reserve all rights to supplement and/or amend the Schedules and Statements in this regard.

Given, among other things, the uncertainty surrounding the valuation of certain assets and the valuation and nature of certain liabilities, a Debtor may report more assets than liabilities. Such report shall not constitute an admission that such Debtor was solvent on the Commencement Date or at any time before or after the Commencement Date. Likewise, a Debtor reporting more liabilities than assets shall not constitute an admission that such Debtor was insolvent at the Commencement Date or any time prior to or after the Commencement Date.

3. **Reporting Date.** Unless otherwise noted, the Schedules and Statements generally reflect the Debtors’ books and records as of the close of business on the

² The Additional Debtors, along with the last four digits of each Additional Debtor’s federal tax identification number are, as follows: (i) SHC Licensed Business LLC (3718) filed on October 18, 2018; (ii) SHC Promotions LLC (9626) filed on October 22, 2018; and (iii) SRe Holding Corporation (4816) filed on January 7, 2019.

Commencement Date, adjusted for authorized payments under the First Day Orders (as defined below).³

4. **Current Values.** The assets and liabilities of each Debtor are listed on the basis of the book value of the asset or liability in the respective Debtor's accounting books and records. Unless otherwise noted, the carrying value on the Debtor's books, rather than the current market value, is reflected in the Schedules and Statements.
5. **Confidentiality.** There may be instances where certain information was not included or redacted due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or to protect the privacy of an individual. The omissions and redactions are limited to only what is necessary to protect the Debtor or a third party and will provide interested parties with sufficient information to discern the nature of the listing.
6. **Consolidated Entity Accounts Payable and Disbursement Systems.** As described in the Cash Management Motion,⁴ the Debtors utilize an integrated, centralized cash management system, in the ordinary course of business, to collect, concentrate, and disburse funds generated by their operations (the "**Cash Management System**"). The Debtors maintain a consolidated accounts payable and disbursements system to pay operating and administrative expenses through various disbursement accounts.

In the ordinary course of business, the Debtors maintain business relationships among each other and with certain non-debtor affiliates, which result in intercompany receivables and payables (the "**Intercompany Claims**") arising from intercompany transactions (the "**Intercompany Transactions**"). As set forth more fully in the Cash Management Motion, the primary Intercompany Transactions giving rise to Intercompany Claims are cash receipts activities, disbursement activities, inventory purchases, and expense allocations. Historically, Intercompany Claims are not settled by actual transfers of cash among the Debtors. Instead, the Debtors track all Intercompany Transactions in

³ While the Additional Debtors (i) SHC Licensed Business LLC (3718) and (ii) SHC Promotions LLC (9626) filed subsequent to the Initial Debtors' Commencement Date, unless otherwise indicated the information presented in the Schedules and Statements is as of the Initial Debtors' Reporting Date of October 15, 2018. The Debtor SRe Holding Corporation (4816) filed on January 7, 2019 and the information presented in the Schedules and Statements is as of January 5, 2019, which coincides with the timing of this Debtor's fiscal accounting period that is closest to January 7, 2019.

⁴ *Motion of Debtors for Authority to (i) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (ii) Implement Ordinary Course Changes to Cash Management System, (iii) Continue Intercompany Transactions, and (iv) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Related Relief* (ECF No. 5) (the "**Cash Management Motion**").

their accounting system, which concurrently are recorded on the applicable Debtors' balance sheets.

In addition, as defined and discussed in the Cash Management Motion, the Debtors are party to certain Foreign Affiliate Intercompany Transactions, Warranty Payments and Intellectual Property Intercompany Transactions. Unless otherwise noted, the Debtors have reported the aggregate net intercompany balances among the Debtors and their non-debtor affiliates as assets on Schedule A/B or as liabilities on Schedule E/F, as appropriate.

7. **Accuracy.** Although the Debtors have made reasonable efforts to file complete and accurate Schedules and Statements, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and/or supplement the Schedules and Statements as is necessary or appropriate. The financial information disclosed herein was not prepared in accordance with federal or state securities laws or other applicable non-bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder. Persons and entities trading in or otherwise purchasing, selling or transferring the claims against or equity interests in the Debtors should evaluate this financial information in light of the purposes for which it was prepared. The Debtors are not liable for and undertake no responsibility to indicate variations from securities laws or for any evaluations of the Debtors based on this financial information or any other information.
8. **Net Book Value of Assets.** In many instances, current market valuations are not maintained by or readily available to the Debtors. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all assets. As such, wherever possible, unless otherwise indicated, net book values as of the Commencement Date are presented for all assets. When necessary, the Debtors have indicated that the value of certain assets is "Unknown" or "Undetermined." Amounts ultimately realized may vary materially from net book value (or other value so ascribed). Accordingly, the Debtors reserve all rights to amend, supplement, and adjust the asset values set forth in the Schedules and Statements. As applicable, fixed assets and leasehold improvement assets that fully have been depreciated, amortized or impaired, or were expensed for GAAP accounting purposes, have no net book value, and, therefore, are not included in the Schedules and Statements.
9. **Currency.** All amounts shown in the Schedules and Statements are in U.S. Dollars, unless otherwise indicated.
10. **Payment of Prepetition Claims Pursuant to First Day Orders.** Shortly after October 15, 2018, the Bankruptcy Court entered orders (collectively, the "**First-Day Orders**"), authorizing, but not directing, the Initial Debtors to, among other things, pay certain prepetition: (i) service fees and charges assessed by the Debtors' banks and debit and credit card companies; (ii) claims of warehousemen and miscellaneous lien claimants; (iii) certain insurance obligations; (iv) obligations to "critical vendors;" (v) customer programs obligations; (vi)

employee wages, salaries, and related items, including, but not limited to, employee benefit programs and independent contractor obligations; (vii) taxes and assessments; and (viii) amounts held in trust or on a consignment basis where the company has collected on behalf of a third party.⁵ Where the Schedules and Statements list creditors and set forth the Debtors' scheduled amounts attributable to such claims, such scheduled amounts reflect balances owed as of the Commencement Date. To the extent any adjustments are necessary for any payments made on account of such claims following the commencement of these chapter 11 cases pursuant to the authority granted to the Debtors by the Bankruptcy Court under the First-Day Orders, such adjustments have been included in the Schedules and Statements unless otherwise noted on the applicable Schedule or Statement. The Debtors reserve the right to update the Schedules and Statements to reflect payments made pursuant to the First-Day Orders.

11. **Other Paid Claims.** To the extent the Debtors have reached any postpetition settlement with a vendor or other creditor, the terms of such settlement will prevail, supersede amounts listed in the Schedules and Statements, and shall be enforceable by all parties, subject to Bankruptcy Court approval. To the extent the Debtors pay any of the claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all rights to amend and supplement the Schedules and Statements and take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.
12. **Setoffs.** The Debtors routinely incur certain setoffs from customers and suppliers in the ordinary course of business. Setoffs in the ordinary course can result from various items including, but not limited to, intercompany transactions, pricing discrepancies, customer programs, returns, promotional funding, warranties, refunds, and other disputes between the Debtors and their customers and/or suppliers. These routine setoffs are consistent with the ordinary course of business in the Debtors' industry, and, therefore, can be particularly voluminous, unduly burdensome, and costly for the Debtors to regularly document. Therefore, although such setoffs and other similar rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for, and, as such, are excluded from the Schedules and Statements. Any setoff of a prepetition debt to be applied against the Debtors is subject to the automatic stay and must comply with section 553 of the Bankruptcy Code.
13. **Accounts Receivable.** The accounts receivable information listed on the Schedules includes receivables from the Debtors' customers and are calculated net of any amounts that, as of the Commencement Date, may be owed to such customers in the form of offsets or other price adjustments pursuant to the Debtors' customer program policies and day-to-day operating policies.

⁵ The First Day Orders were later applied to the Additional Debtors by the Bankruptcy Court.

14. **Inventory.** Inventories are valued at the lower of cost or market determined primarily using the retail inventory method. For certain of the Debtors that operate as Kmart, their merchandise inventories are valued under the retail inventory method using primarily a first-in, first-out cost flow assumption. For certain of the Debtors that operate as Sears, their merchandise inventories are valued under the retail inventory method using primarily a last-in, first-out cost flow assumption.
15. **Property and Equipment.** Property and equipment (including leasehold improvements) are carried at cost, less accumulated depreciation. Additions and substantial improvements are capitalized and include expenditures that materially extend the useful lives of existing facilities and equipment. Maintenance and repairs that do not materially improve or extend the lives of the respective assets are expensed as incurred. Depreciation expense, which includes depreciation on assets under capital leases, is recorded over the estimated useful lives of the respective assets using the straight-line method for financial statement purposes. The range of lives are generally 20 to 50 years for buildings, 3 to 10 years for furniture, fixtures and equipment, and 3 to 5 years for computer systems and computer equipment. Leasehold improvements are depreciated over the shorter of the associated lease term or the estimated useful life of the asset.

The inventories, property and equipment listed in the Schedules are presented without consideration of any mechanics' or other liens.

16. **Mechanics' & UCC Liens.** Known, filed mechanics' and UCC liens are listed on Schedule D. The inventories, property, plant and equipment listed in these Schedules are presented without consideration of any mechanics' or other liens. To the extent the corresponding Debtor is identified within the filed documents, the liens are identified on that Debtor's Schedule D. Those documents that do not identify a specific debtor are listed on Schedule D for Sears Holdings.
17. **Excluded Assets and Liabilities.** Certain liabilities resulting from accruals, liabilities recognized in accordance with GAAP and/or estimates of long-term liabilities either are not payable at this time or have not yet been reported. Therefore, they do not represent specific claims as of the Commencement Date and are not otherwise set forth in the Schedules. Additionally, certain deferred assets, charges, accounts or reserves recorded for GAAP reporting purposes only and certain assets with a net book value of zero are not included in the Schedules. Excluded categories of assets and liabilities include, but are not limited to, deferred tax assets and liabilities, deferred income, deferred charges, self-insurance reserves, closed store and warehouse reserves, accrued occupancy related costs for open stores, deferred real estate income, favorable lease rights and unfavorable lease liabilities. Other immaterial assets and liabilities may have been excluded.

In the ordinary course of business, the Debtors maintain a customer loyalty reward program that entitles customers to receive certain benefits based on the amount they spend with the Debtors and certain partners (the “**Shop Your Way Program**”). As of the Commencement Date, there were approximately 144 million customers enrolled in the Shop Your Way Program. The Debtors received approval under the *Order Authorizing Debtors to (i) Maintain and Administer Prepetition Customer Programs, Promotions, and Practices, and (ii) Pay and Honor Related Prepetition Obligations* (ECF No. 135) (the “**Customer Programs Order**”) to continue to honor Shop Your Way program benefits and obligations. Due to the Debtors’ concern for their customers’ privacy, and because it would be unduly burdensome and costly, the Debtors have not provided this customer list in their response to Schedule A/B Part 10. The Debtors’ customer list associated with the Shop Your Way Program is not representative of the customer lists generally identified in the Schedules.

The Debtors also support a number of other customer programs such as the ability for customers to purchase gift cards from the Debtors’ stores to be redeemed later for merchandise, offers to customers for markdowns, deals, blue light specials and other offers, and may honor both their own and third-party coupons for discounts on merchandise. The Debtors have received approval under the Customer Programs Order to continue to honor these program benefits.

The Debtors offer their customers an opportunity to purchase protection agreements (“**PAs**”) or extended warranties under a number of different in-house programs that cover the repair or replacement cost of a product, including, but not limited to, home appliances, tools, jewelry, tires, electronics, lawn mowers and certain heating, ventilation, and air-conditioning products. The Debtors offer service plans for these various products (retail and aftermarket) at different protection levels known as “Master Protection Agreements.” There are millions of customers enrolled in these various PAs. The Debtors received approval under the Customer Programs Order to continue to honor these agreements.

18. **Debtors’ Reservation of Rights.** Nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of rights with respect to these chapter 11 cases, including, but not limited to, the following:
- a. Any failure to designate a claim listed on the Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve the right to dispute and to assert setoff rights, counterclaims, and defenses to any claim reflected on its Schedules as to amount, liability, and classification, and to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.”
 - b. The description of an amount as “unknown” or “undetermined” is not intended to reflect upon the materiality of such amount.

- c. The listing of a claim (i) on Schedule D as “secured,” (ii) on Schedule E/F as either “priority,” or “unsecured priority,” or (iii) listing a contract or lease on Schedule G as “executory” or “unexpired” does not constitute an admission by the Debtors of the legal rights of the claimant, or a waiver of the Debtors’ rights to recharacterize or reclassify such claim or contract pursuant to a schedule amendment, claim objection or otherwise. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors’ assets in which such creditors may have a security interest has been undertaken. Except as provided in an order of the Court, the Debtors reserve all rights to dispute and challenge the secured nature or amount of any such creditor’s claims or the characterization of the structure of any transaction, or any document or instrument related to such creditor’s claim. Listing a claim does not constitute an admission of liability by the Debtors, and the Debtors reserve the right to amend the Schedules accordingly.
- d. In the ordinary course of their business, the Debtors may lease equipment from certain third-party lessors for use in the daily operation of its business. Any such leases are set forth in Schedule G and any current amount due under such leases that were outstanding as of the Commencement Date is listed on Schedule E/F. The property subject to any of such leases is not reflected in Schedule A/B as either owned property or assets of the Debtor nor is such property reflected in the Debtor’s Statement of Financial Affairs as property or assets of third parties within the control of the Debtor. Nothing in the Statements or Schedules is or shall be construed as an admission or determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect to any of such issues, including, but not limited to, the recharacterization thereof.
- e. The claims of individual creditors for, among other things, goods, products, services or taxes are listed as the amounts entered on the Debtors’ books and records and may not reflect credits, allowances or other adjustments due from such creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits, allowances and other adjustments, including, but not limited to the right to assert claims objections and/or setoffs with respect to the same.
- f. The Debtors’ businesses are part of a complex enterprise. Although the Debtors have exercised their reasonable efforts to ensure the accuracy of their Schedules and Statements, they nevertheless may contain errors and omissions. The Debtors hereby reserve all of their rights to dispute the validity, status, and enforceability of any contracts, agreements, and leases set forth on the Schedules and Statements, and to amend and supplement the Schedules and Statements as necessary.

- g. The Debtors further reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on the Schedules and Statements, including, but not limited to, the right to dispute and challenge the characterization or the structure of any transaction, document, and instrument related to a creditor's claim.
- h. The Debtors exercised their reasonable efforts to locate and identify guarantees and other secondary liability claims (the "**Guarantees**") in their executory contracts, unexpired leases, secured financings, debt instruments, and other agreements. However, a review of these agreements, specifically the Debtors' unexpired leases and executory contracts, is ongoing. Where such Guarantees have been identified, they are included in the relevant Schedules and Statements. Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other agreements inadvertently may have been omitted. Thus, the Debtors reserve their rights to amend and supplement the Schedules and Statements to the extent that additional Guarantees are identified. In addition, the Debtors reserve the right to amend the Schedules and Statements to re-characterize and reclassify any such contract or claim. The Debtors have reflected the obligations under the Guarantees for both the primary obligor and the guarantors with respect to their secured financings and debt instruments on Schedule H. Guarantees with respect to the Debtors' executory contracts and unexpired leases are not included on Schedule H and the Debtors believe that certain Guarantees embedded in the Debtors' executory contracts, unexpired leases, other secured financing, debt instruments and similar agreements may exist and, to the extent they do, will be identified upon further review.
- i. Listing a contract or lease on the Schedules and Statements shall not be deemed an admission that such contract is an executory contract, such lease is an unexpired lease, or that either necessarily is a binding, valid, and enforceable contract. The Debtors hereby expressly reserve the right to assert that any contract listed on the Schedules and Statements does not constitute an executory contract within the meaning of section 365 of the Bankruptcy Code, as well as the right to assert that any lease so listed does not constitute an unexpired lease within the meaning of section 365 of the Bankruptcy Code.
- j. To timely close the books and records of the Debtors as of the Commencement Date and to prepare such information on a legal entity basis, the Debtors were required to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and reported revenue and expenses as of the Commencement Date. The Debtors reserve all rights to amend the reported amounts of assets, liabilities, reported revenue and expenses to reflect changes in those estimates and assumptions.

19. **Global Notes Control.** In the event that the Schedules or Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

Specific Notes with Respect to the Debtors' Schedules of Assets and Liabilities

1. **Schedule-Specific Disclosures.** Each of Schedules A/B, D, E/F, G and H contain explanatory or qualifying notes that pertain to the information provided in the Schedules. Those Schedule-specific notes are incorporated herein by reference. The asset totals listed on the Schedules represent all known amounts included in the Debtors' books and records as of the Commencement Date. To the extent there are unknown or undetermined amounts, the actual total may be different from the total listed.

2. **Schedules A/B**

- a. **Part 1.** Details with respect to the Debtors' cash management system are provided in the Cash Management Motion.

The Debtors are in possession of certain monies related to tenant or subtenant deposits where the Debtors are the lessor. These monies are not segregated in separate accounts and have been reported in the Debtors' cash balances. The Debtors believe that these amounts aggregate to less than \$600,000.

The restricted cash balance (\$281.9 million) at Debtor Sears Holdings Corporation represents amounts in an escrow account held for the benefit of PBGC. This restricted cash was disbursed to the PBGC in November 2018.

Part 2. The amounts listed in Part 2 for each Debtor are listed in accordance with the Debtors' books and records. These amounts do not necessarily reflect assets the Debtors will be able to collect or realize.

The Debtors have numerous deposits with utility companies serving certain geographies with multiple facilities. It has been the Debtors' practice to largely account for these deposits on an operational, rather than on a store location and corresponding legal entity basis, which has resulted in utility deposits being primarily recorded on the balance sheets of debtors Kmart Corporation and Sears, Roebuck and Co. The carrying value of the deposits, as reflected in each Debtors' records, are listed in Part 2.

The Debtors also maintain deposits to satisfy certain statutory requirements related to PAs, and sales tax requirements for the franchise business. These deposits are included in the Schedules for the appropriate legal entity as either collateral or miscellaneous deposits.

Prepaid expenses primarily consist of cash in advance amounts paid to numerous vendors and suppliers for the purchase of inventory items. These advances were generally made on an operational basis for a vendor in the total amount for the Debtors, rather than by invoice or individual legal entity. The excess advances

above payables have been reclassified as prepaid inventory or prepaid miscellaneous expenses and are subject to reconciliation. The remaining prepaid expenses primarily relate to prepaid advertising, insurance, rent and data processing expenses. It has been the Debtors' practice to largely account for these advances on an operational, rather than a corresponding legal entity basis, which has resulted in the advances being primarily recorded on the balance sheets of Debtors: Sears, Roebuck and Co.; Sears Holdings Management Corporation; Kmart Operations LLC; Sears Operations LLC; and Sears Holdings Corporation.

- b. **Part 3.** The Debtors performed an analysis to estimate their accounts receivable aging on a legal entity basis. This analysis was performed using accounts receivable data as of October 6, 2018, which coincides with the timing of the Debtors' fiscal accounting period that is closest to the Commencement Date. The October 6, 2018 information was utilized to estimate the aging as the level of detail required to perform this estimation was not available as of the Commencement Date.
- c. **Part 4.** Any of the Debtors' ownership interests in subsidiaries, partnerships, and joint ventures are listed in Schedule A/B, Part 4, as undetermined amounts, because the fair market value of such interests is dependent on numerous variables and factors and may differ significantly from the net book value.

Membership or equity interests held by each of the Debtors in the other Debtor entities are contained in the Debtors' corporate ownership interest statements, which were filed in the Debtors' chapter 11 cases (collectively,⁶ and as may be amended and supplemented, the "**Corporate Ownership Statements**"), and are hereby incorporated into Schedule A/B, Part 4, by reference. Consequently, such interests are not listed again in these Schedules.

- d. **Part 5.** Amounts presented in the Schedules exclude any amounts of inventory on consignment. Amounts presented as inventory receipts within twenty days of filing have not been reduced to reflect inventory received under cash in advance payment or payments made post-petition under certain First-Day Orders. The amounts listed in this Part 5 should not be interpreted as an estimate of outstanding 11 U.S.C. § 503(b)(9) balances.
- e. **Part 8.** Actual realizable values of the identified leased or owned vehicles, machinery, fixtures and equipment may vary significantly relative to net book values as of the Commencement Date.

⁶ The Initial Debtors' Consolidated Corporate Ownership Statement can be found at ECF No. 2. Debtors SHC Licensed Business LLC, SHC Promotions LLC, and SRe Holding Corporation commenced voluntary cases under chapter 11 of the Bankruptcy Code October 18, 2018, October 22, 2018, and January 7, 2019 respectively, and are jointly administered with the Debtors for procedural purposes only pursuant to Rule 1015(b) of the Bankruptcy Rules. For ownership information pertaining to these three subsidiary legal entities, please refer to ECF No. 2 under Case No. 18-23616, ECF No. 2 under Case No. 18-23630, and ECF No. 2 under Case No. 19-22031 for SHC Licensed Business LLC, SHC Promotions LLC, and SRe Holding Corporation, respectively.

- f. **Part 9.** The values listed for the real property owned and leased by the Debtors are the net book values of the various asset components (land, buildings, leasehold improvements, capital lease assets, etc.) as recorded on the fixed asset register for each applicable Debtor. A listing of each real property (primarily store locations) owned by each of the Debtors is contained in a Rider to Schedule A/B for each applicable Debtor. The Debtors have not included the net book value of each Debtor's interest in each owned or leased property as its fixed asset records are maintained on an operational rather than on a store location and corresponding legal entity basis.

Due to the complexity of certain of the Debtors' leasing and real estate transactions, the Debtors may have inadvertently listed certain properties as real property assets in Part 9 when such properties are in fact properties that are subject of certain of the executory contracts and unexpired leases reported on Schedule G. The Debtors reserve all rights to re-characterize their interests in real property at a later date. Further, due to the volume of the Debtors' real and personal property holdings, the Debtors may have listed certain assets as real property assets when such holdings are in fact in the nature of personal property holdings. Debtors may also have listed certain assets as personal property assets when such holdings are in fact real property holdings. The Debtors are continuing to review all relevant documents and expressly reserve their right to amend, re-categorize and/or re-characterize such asset holdings at a later time to the extent the Debtors determine such holdings were improperly listed.

- g. **Part 10.** Part 10 identifies the Debtors' patents, copyrights, trademarks and trade secrets. The values presented in Part 10 reflect the net book value, to the extent that such value is reflected in the Debtors' books and records. A number of the trademarks are registered in multiple countries, including the United States.

Part 10 also includes a best effort listing of the Debtors' registered internet domains and websites. The act of not listing any specific domain or website is not a relinquishing of ownership. The values presented in this Schedule reflect the net book value, to the extent that such value is reflected in the Debtors' books and records.

- h. **Part 11.** In Part 11, dollar amounts are presented net of impairments and other adjustments.

- i. ***Tax refunds and unused net operating losses (NOLs).*** The Debtors have significant net operating loss carryforwards and tax credits. The timing and use of such credits cannot be determined at this time. As a result, the current value is stated as "Undetermined" in Part 11. The use of the word "Undetermined" does not reflect the potential materiality of deferred value. See also response to SOFA 31, "Consolidated Tax Group" for additional information with respect to Limited Liability Companies.

- ii. ***Interests in Insurance Policies or Annuities.*** The Debtors maintain a portfolio of insurance policies against unforeseen incidents and losses. There has been no assessment of the cash surrender value, if any, of such policies, to date. Accordingly, the values ascribed to such policies are reported as Undetermined.
- iii. ***Other contingent and unliquidated claims or causes of action of every nature.*** In the ordinary course of business, the Debtors may have accrued, or may subsequently accrue, certain rights to counterclaims, cross-claims, setoffs, refunds with their customers and suppliers, and potential warranty claims against their suppliers, among other claims. Additionally, certain of the Debtors may be party to pending litigation in which the Debtors have asserted, or may assert, claims as plaintiffs, or counter-claims and/or cross-claims as defendants.

Despite their reasonable efforts to identify all such assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in their Schedules including, but not limited to, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant non-bankruptcy laws to recover assets. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have and neither these Global Notes nor the Schedules shall be deemed a waiver of any such claims, causes of action, or avoidance actions or in any way prejudice or impair the assertion of such claims.

- iv. ***Other property of any kind not already listed.*** As discussed in the Cash Management Motion, in the ordinary course of business, the Debtors maintain business relationships with each other and with their non-Debtor affiliates. Such intercompany transactions among entities result in intercompany receivables and payables (the “**Intercompany Claims**”). The Debtors have reported for each Debtor, the aggregate net intercompany balances among the Debtors and their non-debtor affiliates as assets on Schedule A/B or as liabilities on Schedule E/F, as appropriate.

The intercompany receivable values reported in Schedule A/B reflect the net intercompany receivables for a particular Debtor entity from all other Debtor and non-Debtor affiliates. Similarly, the intercompany payable values reported in Schedule E/F reflect the net intercompany payable balances from a particular Debtor to all other Debtor and non-Debtor affiliates.

- 3. **Schedule D.** To the best of the Debtors’ knowledge, all claims listed on Schedule D arose, or were incurred, before the Commencement Date.

Except as otherwise agreed pursuant to a stipulation, agreed order or general order entered by the Bankruptcy Court that is or becomes final, the Debtors and/or their estates

reserve their right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any Debtor. The Debtors scheduled claims of certain creditors as secured claims for informational purposes only, and no current valuation of the Debtors' assets in which such creditors may have a lien has been undertaken. The Debtors have included on Schedule D the results of UCC searches performed prior to the Commencement Date. However, the listing of such results shall not be deemed an admission as to the validity or existence of any lien. The Debtors reserve all rights to dispute or challenge the secured nature of any creditor's claim or the characterization of the structure of any transaction or any document or instrument related to a creditor's claim.

The Debtors scheduled guarantee obligations under loan documents in Schedules D and E/F, as applicable, as contingent and unliquidated obligations, in undetermined amounts.

Any changes to the status of any liens or security rights since the Commencement Date may not be adequately reflected in Schedule D. Therefore, the Debtors may have listed claims with secured status that have changed, or failed to list certain parties whose claims may be secured through rights of setoff, deposits or advance payments posted by, or on behalf of, the Debtors, or judgment or statutory lien rights on Schedule D.

Certain claims listed on Schedule D may be subject to setoff rights. The Debtors have not investigated which of the claims may include such rights, and their population is currently unknown.

To the extent the agreements governing certain security relationships have been listed elsewhere in the Schedules for the applicable Debtors, they have not been listed on Schedule D. The descriptions provided in Schedule D are intended only to be a summary, and the amounts due reflect principal amounts due as of the Commencement Date. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Detailed descriptions of the Debtors' pre-petition debt structure, guarantees and descriptions of collateral relating to each debt contained on Schedule D are contained in the *Declaration of Robert A. Riecker Pursuant to Rule 1007-2 of Local Bankruptcy Rules for Southern District of New York* (ECF No. 3) (the "**CFO Declaration**"). In addition, the naming conventions used to describe the debt in Schedule D and, as applicable, Schedule E/F is consistent with the defined terms in the CFO Declaration.

4. Schedule E/F.

- a. Part 1.** The Debtors have not listed any tax, wage or wage-related obligations that the Debtors were granted authority to pay pursuant to First-Day Orders on Schedule E/F. The Debtors believe that all such claims for wages, salaries, expenses, benefits and other compensation as described in the First-Day Orders have been or will be satisfied in the ordinary course during these chapter 11 cases pursuant to the authority granted to the Debtors in the relevant First Day Orders. Unpaid amounts for severed employees have not been analyzed to determine

whether such amounts should be viewed as priority claims. In addition, for severed employees, there has been no analysis of whether any unpaid amounts exceed the priority claim limit or whether there should be a bifurcation of amounts owed between priority and nonpriority unsecured amounts. Accordingly, such claims are listed in Part 1 of Schedule E/F, and these Schedules identify the amount that may be subject to priority and the amount that may be nonpriority as Undetermined in both parts. The Debtors reserve their right to dispute or challenge whether creditors listed on Schedule E/F are entitled to priority claims.

Claims owing to various taxing and regulatory authorities to which the Debtors may potentially be liable are included on the Debtors' Schedule E/F. Certain of such claims, however, may be subject to on-going audits and/or the Debtors are otherwise unable to determine with certainty the amount of the remaining claims listed on Schedule E/F. Therefore, the Debtors have listed all such claims as undetermined, pending final resolution of on-going audits or other outstanding issues.

- b. Part 2.** The Debtors have attempted to relate all liabilities to each applicable Debtor. As a result of the Debtors' large and complex operations, however, Schedule E/F for each Debtor should be reviewed in these cases for a complete understanding of the unsecured claims against the Debtors. Certain creditors listed on Schedule E/F may owe amounts to the Debtors and, as such, may have valid setoff and recoupment rights with respect to such amounts. The Debtors have not investigated which of the claims may include such rights, and their population is currently unknown. Therefore, the Debtors did not indicate such potential set off rights. The Debtors reserve all rights to challenge any setoff and/or recoupment rights that may be asserted. Additionally, certain creditors may assert mechanics', materialsmen's, or other similar liens against the Debtors for amounts listed on Schedule E/F, with respect to which the Debtors reserve all rights. For certain vendors for which the claim amount may not be subject to offset, the Schedule reflect amounts which have been separately reclassified to either prepaid inventory or prepaid expense, as appropriate. Such prepaid amounts are reflected in Schedule A/B.

The Debtors reserve their right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be perfected by a creditor listed on Schedule E/F of any Debtor. In addition, the Debtors reserve their right to dispute or challenge any priority asserted with respect to any liabilities listed on Schedule E/F. The Debtors have made reasonable efforts to include all trade creditors on Schedule E/F. However, the Debtors believe there are instances where vendors have yet to provide proper invoices for prepetition goods or services. While the Debtors maintain general accruals to account for these liabilities in accordance with GAAP, these amounts are estimates and therefore have not been included on Schedule E/F.

The Debtors' accounting system tracks vendors by vendor number. Because many vendors conduct business at several of the Debtors' locations and with multiple Debtors, and the Debtors may do business at multiple vendor locations, there are instances where the same vendor has multiple vendor numbers. For purposes of Schedule E/F, the Debtors have attempted to aggregate all claims of such vendors with multiple vendor numbers, by Debtor. However, instances may exist where not all such claims have been identified and the Debtors may have separately listed potentially duplicative claims of such vendors under multiple vendor numbers.

Unless otherwise noted, the claims listed on Schedule E/F are based on the Debtors' books and records as of the Commencement Date. Payments may have been made to certain vendors under applicable First Day Orders. To the extent that any such payments have been made, the amounts paid have been applied to reduce the amount of the claim. If the application of payments made by the Debtors (i) pursuant to a First Day Order, (ii) a cash in advance payment made prior to the Commencement Date, or (iii) relate to other payments to vendors and result in an over-advance, such payments have been listed as a prepaid expenses and included in Schedule A/B Part 2.

Schedule E/F also contains information regarding pending litigation involving the Debtors. In certain instances, the identity of each Debtor that is the subject of the litigation is unclear or undetermined. However, to the extent that litigation involving a particular Debtor has been identified, such information is contained in Schedule E/F for that Debtor. The amounts for these potential claims are listed as undetermined and marked as contingent, unliquidated and disputed in this Schedule. The Debtors have excluded workers' compensation claims from the Statements because the Debtors continue to honor their workers' compensation obligations in the ordinary course in accordance with the *Final Order Authorizing Debtors to (i) Continue, Maintain, and Renew Their Insurance Policies and Workers' Compensation Programs; (ii) Honor All Obligations with Respect Thereto; and (iii) Modify the Automatic Stay With Respect to the Worker's Compensation Programs* (ECF No. 792), entered on November 16, 2018.

The Debtors sell gift cards to customers in the normal course of business. The gift cards can be applied by customers toward purchases of groceries in the Debtors' stores. Due to the volume and frequency of gift card sales, the Debtors are not able to identify (i) all of the individual gift card holders, and (ii) the unredeemed value remaining on the individual gift cards. Accordingly, unredeemed gift card claims have not been included in Schedule E/F.

Schedule E/F includes the aggregate net intercompany payable amounts that may or may not result in allowed or enforceable claims by or against a given Debtor. Listing these payables is not an admission on the part of the Debtors that the intercompany claims are enforceable or collectible. The intercompany payables may be subject to set off, recoupment, netting or other adjustments made pursuant to intercompany policies and arrangements not reflected in the Schedules.

5. **Schedule G.** Although reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases (collectively the “**Agreements**”), review is ongoing and inadvertent errors, omissions or over-inclusion may have occurred. The Debtors may have entered into certain types of Agreements in the ordinary course of their businesses, such as indemnity agreements, non-executory supplemental agreements, amendments/letter agreements, and confidentiality agreements, which may not be set forth in Schedule G. In addition, as described herein, certain confidential information has been omitted from Schedule G.

The Debtors have entered into numerous Universal Terms and Conditions (“**UTC**”) arrangements with vendors. For vendors with whom there was at least one open purchase order at the Commencement Date, the Debtors have included such purchase order in Schedule G. The Debtors have not listed all such short-term purchase and sales orders because of their large number and transitory nature. Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted Agreements. Likewise, the listing of an Agreement on Schedule G does not constitute an admission that such Agreement is an executory contract or unexpired lease or that such Agreement was in effect on the Commencement Date or is valid or enforceable. The Agreements listed on Schedule G may have expired or may have been renewed, modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters and other documents, instruments and agreements, which may not be listed on Schedule G. Executory agreements that are oral in nature have not been included in Schedule G.

Any and all of the Debtors’ rights, claims and causes of action with respect to the Agreements listed on Schedule G are hereby reserved and preserved, including, but not limited to, the Debtors’ rights to (i) dispute the validity, status, or enforceability of any Agreements set forth on Schedule G, (ii) dispute or challenge the characterization of the structure of any transaction, or any document or instrument related to a creditor’s claim, including, but not limited to, the Agreements listed on Schedule G and (iii) to amend or supplement Schedule G as necessary.

Certain of the Agreements listed on Schedule G may have been entered into by or on behalf of more than one of the Debtors. Each Agreement is included on Schedule G of every named Debtor party. In certain circumstances, the specific Debtor obligor(s) to certain of the Agreements could not be specifically identified. In such cases, the Debtors have made reasonable efforts to identify the correct Debtor’s Schedule G on which to list the agreement. .

6. **Schedule H.** The Debtors are party to various debt agreements which were executed by multiple Debtors. The guaranty obligations under prepetition secured credit agreements are noted on Schedule H for each individual Debtor. In the ordinary course of their businesses, the Debtors are involved in pending or threatened litigation and claims arising out of the conduct of their businesses. Some of these matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against the other parties. To the extent such claims are listed elsewhere in the

Schedules of the applicable Debtors, they have not been set forth on Schedule H. Further, the Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements to the extent that such agreements are listed elsewhere in the Schedules of the applicable Debtors. In the event that two or more Debtors are co-obligors with respect to a scheduled debt or guaranty, such debt or guaranty is listed in the Schedules and Statements of each such Debtor at the full amount of such potential claim, and such claim is marked "contingent" and "unliquidated." No claim set forth on the Schedules and Statements of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other Debtors or non-Debtors. To the extent there are guarantees connected with any joint ventures to which the Debtor may be a party, such agreements are not identified in the Debtors' Schedules.

Specific Notes with Respect to the Debtors' Statements of Financial Affairs

1. **SOFA 1 and SOFA 2.** The presentation of amounts in the Debtors' responses to SOFA 1 and 2 are consistent with the classification of such amounts in the statements of operations, as disclosed in compliance with GAAP.

The Debtors operate on a 4-4-5 retail calendar, dividing the year into four (4) quarters. Each quarter has 13 weeks, which are grouped into two (2) four-week "months" and one (1) five-week "month." The Debtors' fiscal year ends on the Saturday closest to January 31 and consists of 52 weeks or, as is the case with fiscal year 2017, 53 weeks.

- FY 2016: Comprised of 52 weeks ending January 28, 2017.
- FY 2017: Comprised of 53 weeks ending February 3, 2018.
- FY 2018: Comprised of 52 weeks ending February 2, 2019.

2. **SOFA 3.** As described and defined in the Cash Management Motion, the Debtors utilize an integrated, centralized Cash Management System, in the ordinary course of business, to collect, concentrate and disburse funds generated by their operations. The Debtors maintain a consolidated accounts payable and disbursements system to pay operating and administrative expenses through various disbursement accounts. The obligations of the Debtors are primarily paid by and through Sears, Roebuck and Co. or Kmart Corporation, notwithstanding that certain obligations may be obligations of one or more of the Debtors consistent with the Cash Management Motion.

Payment data was extracted from multiple financial systems across the Debtors' organization. In instances where the payment system did not discern which Debtor the payment pertained to, such transactions were assigned to Sears, Roebuck and Co. The payments disclosed in SOFA 3 are based on payments made by the Debtors with payment dates from July 17, 2018 to October 15, 2018.

Amounts still owed to creditors will appear on the Schedules of Assets and Liabilities for each of the Debtors, as applicable.

The Debtor entities utilizes Automatic Data Processing, Inc. (“ADP”) to process employee compensation and the related jurisdiction taxes associated with compensation payouts. The Debtors make bulk payments which include employee compensation, associated jurisdiction taxes, as well as the service fee ADP would charge for its related services. The various payments systems aren’t able to bifurcate the portion related to employee compensation, therefore, amounts listed in response to SOFA 3 represent the total batch payments.

3. **SOFA 4.** For purposes of the Schedules and Statements, the Debtors define insiders as individuals that, based upon the totality of circumstances, (i) have a controlling interest in, or exercise sufficient control over the respective Debtor so as to unqualifiably dictate corporate policy and the disposition of assets, and/or (ii) are or were listed as participants in the Debtors’ key employee incentive plan as approved by the KEIP Order.⁷

Individuals listed in the Statements as insiders have been included for informational purposes only. The Debtors do not take any position with respect to (i) such individual’s influence over the control of the Debtors; (ii) the management responsibilities or functions of such individual; (iii) the decision-making or corporate authority of such individual; or (iv) whether such individual could successfully argue that he or she is not an insider under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose. As such, the Debtors reserve all rights to dispute whether someone identified is in fact an “insider” as defined in section 101(31) of the Bankruptcy Code. For more information regarding each Debtor’s officers and directors, please see SOFA 28 and SOFA 29.

Payments to insiders that have a specific related party interest include M-III Partners LLC (“M-III”). M-III pays insider Chief Restructuring Officer Moshin Meghji, and therefore payments to M-III may indirectly benefit Mr. Meghji. Such payments have been listed in the response to SOFA 11.

The payroll-related amounts shown in response to this question for any salary, bonus or additional compensation, and/or severance payments are net amounts that include reductions for amounts including employee tax and benefit withholdings.

4. **SOFA 5.** The operating Debtors occasionally return damaged, unsatisfactory, or out-of-specification goods to vendors in the ordinary course of business. Other

⁷ Order (I) Approving Debtors’ Incentive and Retention Programs for Certain Key Employees and (II) Granting Related Relief (ECF No. 1437) (the “KEIP Order”).

than ordinary course items, the Debtors are not aware of any property that has been returned to the seller.

5. **SOFA 6.** The Debtors accept payment in their various locations and on their website in the form of credit cards. As a result of the relationship with the credit card processing companies, the Debtors are involved in setoff transactions on a continuous basis. Specifically, other than the setoffs noted in SOFA 6, the Debtors maintain reserves with both First Data Corporation (“**First Data**”) and American Express Co. (“**American Express**”). First Data and American Express are not owed any amounts because all amounts that are due and payable are offset against amounts that First Data and American Express owe the Debtors in the normal course of settlement. While this is similar in effect to a set-off, it does not meet the legal criteria for set-off because the amounts never became unpaid. Additionally, First Data and American Express have a contractual right to withhold from the settlements amounts due to them. If the net amount due to the Debtors is greater than zero, there is no need for either American Express or First Data to exercise a set-off against the reserve, so the reserve will continue to be in place. If First Data continues to process gift-card transactions and the Debtors continue to accept American Express credit cards for payment, the Company expects that net amounts due to the Debtors to exceed zero. Further, the Debtors’ relationships with their vendors require setoffs on regular cycles. Documentation of these setoff transactions for the 90 days prior to the Commencement Date would be onerous and unwieldy. Consequently, the Debtors have not listed these ordinary course setoffs in SOFA 6.

In the ordinary course of business, the Debtors receive benefits from their trade vendors including, but not limited to, rebates, promotional allowances, dividends, and contractual sharing of profits and discounts. These Debtor receivables are typically settled with the Debtors setting off the receivables against payments to the vendors. In some instances, the amounts are settled in cash. Given the frequency of these transactions, and the burden created in attempting to isolate them from normal course payments, the Debtors have not listed these ordinary course setoffs in SOFA 6.

The operating Debtors engage in certain customer programs, including return and refund programs pursuant to which customers may receive credits. Such transactions were not considered setoffs for the purpose of responding to SOFA 6, although the Debtors reserve all rights with respect thereto and make no admission of waiver thereby.

6. **SOFA 7.** The actions described in response to SOFA 7 are the responsive proceedings or pending proceedings of which the Debtors are aware. The actions described in SOFA 7 include, but are not limited to, commercial litigation, personal injury lawsuits, customer credit cases, workers’ compensation claims, environmental-related proceedings, potential violations under the Equal Employment Opportunity Commission, potential violations under the

Occupational Safety & Health Administration, as well as investigations under state and federal law.

The Debtors have devoted substantial resources to identify and provide as much information for as many proceedings as possible in response to SOFA 7 using records that were reasonably accessible and reviewable. While the Debtors believe they were diligent in their efforts, information the Debtors were unable to locate for proceedings that were listed was left blank.

The Debtors reserve all of their rights and defenses with respect to all listed lawsuits and administrative proceedings. The listing of any such suits and proceedings shall not constitute an admission by the Debtors of any liabilities or that the actions or proceedings were correctly filed against the Debtors or any affiliates of the Debtors. The Debtors also reserve their rights to assert that neither the Debtors nor any affiliate of the Debtors is an appropriate party to such actions or proceedings. Further, the Debtors own property in numerous jurisdictions and in the ordinary course of business have disputed property valuations/tax assessments. The Debtors have not listed such disputes on SOFA 7.

7. **SOFA 9.** The donations and/or charitable contributions listed in response to SOFA 9 represent payments made to third parties during the applicable timeframe that were recorded as such within the Debtors' books and records. The Debtors may occasionally have excess prepaid materials related to customized projects at the end of a projects life cycle that they may give away to local charitable organization, rather than holding potential obsolete inventory. These materials are given away without being recorded as such within the Debtor's book of record, however, the purchase price of material is allocated to its respective project cost.

In addition to the charitable contributions and gifts listed, the Debtors assist local communities by participating in a number of different programs, which include disaster relief, discounted merchandise for the disadvantaged, sporting equipment for local youth athletic teams, and gift cards to support local programs. These contributions are often made at the discretion of store managers who have authority to make such donations, which are non-cash in nature. The Debtors track some of these contributions, but given the ad-hoc frequency and nature of these transactions, often do not track certain information such as the recipient counterparties. Tracking down such information would be burdensome given that these contributions are made at the store level and therefore are not included in the list of charitable contributions and gifts identified. The Debtors are also affiliated with the Sears-Roebuck Foundation, a 501(c)(3) non-profit organization founded in 1959. The Sears-Roebuck Foundation is a not a Debtor and therefore, its charitable contributions are also excluded from the list.

Further, as described in the *Motion of Debtors for Authority to (I) Maintain Certain Trust Fund Programs, (II) Release Certain Funds Held in Trust, and (III)*

Continue to Perform and Honor Related Obligations (ECF No. 15) (the “**Trust Funds Motion**”), in the ordinary course of business, the Debtors collect charitable contributions from customers through cash and credit card contributions at store checkout points. These customer contributions are not property of the Debtors’ estates and are passed through to the applicable charitable organizations. The transfer of funds associated with these charitable programs have not been disclosed in SOFA 9 as they do not reflect donations or charitable contributions of property of the Debtors’ estate.

8. **SOFA 10.** The Debtor did not incur any losses within the year prior to the Commencement Date with respect to fire, theft, or other casualty that exceeded its insurance deductibles. The losses listed may exclude those incurred in the ordinary course of business. Amounts listed may include the value of property or estimated claim amounts for, among other things, shrinkage and damage.

Given the scale of the Debtors’ store footprint, certain losses cannot be tracked by the Debtors with complete accuracy and, accordingly, such losses are listed on the Debtors’ Statements based on general ledger accounts that capture items such as theft, inventory shrink, and property damage. Additionally, the Debtors only account for general recoveries of such losses, with this general amount being the recovery listed in the Statements for the one year immediately prior to the Petition Date.

9. **SOFA 11.** All payments for services of any entities that provided consultation concerning debt counseling or restructuring services, relief under the Bankruptcy Code, or preparation of a petition in bankruptcy within one year immediately preceding the Commencement Date were made by Sears Holdings and are, therefore, listed on that Debtor’s response to SOFA 11. Additional information regarding the Debtors’ retention of professional service firms is more fully described in individual retention applications and related orders.

In addition, the Debtors have listed payments made to professionals retained by the Debtors but not payments made to advisors of their post-petition lenders or other parties on account of any applicable fee arrangements.

10. **SOFA 13.** The Debtors may, from time to time and in the ordinary course of business, transfer equipment and other assets and/or sell certain equipment and other assets to third parties. These types of ordinary course transfers have not been disclosed in SOFA 13.

To the extent that the Debtors vacated store locations during the three years immediately preceding the Commencement Date, information on these former store locations is contained in the Debtors’ response to SOFA 14. As part of the store closure process, the Debtors may sell equipment, hardware and other assets with value to interested parties such as the landlord and/or third party liquidators. The Debtors may also abandon assets in place at the locations for which they have

no future use or have been unable to sell to a third party. Certain *de minimis* transfers of assets resulting from such actions may not have been captured in the Debtors' response to SOFA 13.

11. **SOFA 14.** The Debtors operate locations both domestically and internationally. The Debtors have included a listing of all current and previous addresses owned or leased by the Debtor. In select instances, the dates of occupancy for certain retail addresses was not readily available. For these instances, the applicable dates are listed as "Unknown."
12. **SOFA 16.** In the ordinary course of business, the Debtors collect certain personally identifiable information ("PII"), including, but not limited to, their customers' names, home address, and email addresses. A list of categories of collected PII is included in the response to SOFA 16. The Debtors also maintain prescription-related information on their pharmacy customers. All pharmacy records are kept and maintained in accordance with the privacy and confidentiality requirements mandated by Federal and state law. The Debtors' privacy policy for pharmacy records is available at all of their pharmacy locations.
13. **SOFA 20.** The Debtors utilize Iron Mountain Storage Facilities ("**Iron Mountain**") to retain records. Iron Mountain has various store locations across the United States. The Debtors do not maintain specific Iron Mountain addresses and thus have not listed them in SOFA 20. The Debtors own and operate their distribution centers. Accordingly, the distribution centers do not constitute off-premise storage for purposes of this response.

In addition, the Debtors have not disclosed in response to SOFA 20 (i) inventory for sale being held in the mini-storage units that the Debtors rent from time to time to store excess inventory in the ordinary course of business or (ii) any owned in-transit inventory. The Debtors have determined that the collection of this specific information would be time-consuming and an inefficient use of estate resources. Further, such inventory is accounted for on the Debtors' Schedules. As such this inventory is not included in SOFA 20.

14. **SOFA 21.** In the ordinary course of business, the Debtors' retail locations contain various inventory goods owned by third parties. In addition to regular consignment inventory arrangements, the Debtors may have Scan Based Trading ("SBT") agreements with third parties. Goods that fall under SBT agreements are owned by the supplier up until the point of sale. The Debtors do not track the value of the SBT inventory for each supplier and such SBT inventory is held at various retail locations. Additionally, the Debtors may utilize leased property in their ordinary course of business. Therefore, the Debtors may hold property subject to leases listed on the Debtors' Schedule G.

15. **SOFA 22–24.** The Debtors have devoted substantial resources to identify and provide the required information for as many responsive sites and proceedings as possible in response to SOFA 22–24 using records that were reasonably accessible and reviewable. While the Debtors believe they were diligent in their efforts, it is possible that certain of the matters listed on SOFA 22–24 for a particular Debtor may also relate to another Debtor and may have been inadvertently left off such other Debtor’s response to this question. The Debtors have endeavored to disclose all applicable information in response to SOFA 22–24. For ownership of subsidiary legal entities, please refer to the Debtors’ Corporate Ownership Statements, which are incorporated into the Statements by reference herein.

With regard to SOFA 23, the Debtors have listed existing store locations for which environmental remediation actions were in process as of the Commencement Date. The Debtors were in compliance with all remediation requirements as of the Commencement Date.

16. **SOFA 25.** The Debtors have used their reasonable efforts to identify the beginning and ending dates of all businesses in which the Debtors were a partner or owned five percent or more of the voting or equity securities within the six years immediately preceding the Commencement Date. In certain instances, however, the dissolution dates of certain entities that are no longer in existence were not readily available and, therefore, are not included in SOFA 25. All such entities were either merged with other entities owned by the Debtors or were dissolved prior to the Commencement Date. The Debtors have listed non-debtor subsidiaries on the Statement of the Debtor entity (the “**Proximate Parent Debtor**”) that most directly held or otherwise had control over the interests in such non-debtor entities, but not on the Statements of the parent entities of the Proximate Parent Debtor. For the inter-Debtor ownership information, please refer to the Corporate Ownership Statements.
17. **SOFA 26.** Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Debtors have filed with the U.S. Securities and Exchange Commission (the “**SEC**”) reports on Form 8-K, Form 10-Q, and Form 10-K. These SEC filings contain consolidated financial information relating to the Debtors. Additionally, consolidated financial information for the Debtors is posted on the Debtors’ website at www.sears.com. Because the SEC filings and the website are of public record, the Debtors do not maintain records of the parties that requested or obtained copies of any of the SEC filings from the SEC or the Debtors.

In addition, the Debtors provide certain parties, such as banks, auditors, potential investors, vendors, and financial advisors with financial statements that may not be part of a public filing. The Debtors do not maintain complete lists to track such disclosures and, therefore, have not listed these recipients in SOFA 26.

18. **SOFA 27.** The Debtors inventory product at their various store locations on a continual basis. In an effort to reduce the amount of disclosures that would be otherwise applicable—disclosures that could name in excess of 1,000 store-level managers—the Debtors have provided the regional leads in response to SOFA 27.

In addition, the Debtors perform periodic cycle inventory counts throughout each year and at least one full physical inventory count per year at each individual location. The total values of each count related to “Sears” and “Kmart” retail and distribution center locations are assigned to their parent entities, Sears, Roebuck and Co. and Kmart Holding Corp., respectively.

Additionally, the Debtors inventory product at their various retail and distribution centers on a regular basis. The Debtors have only provided the regional leads in response to SOFA 27.

19. **SOFA 28.** The Debtors have excluded from SOFA 28 shareholders who hold less than five percent (5%) of each Debtor’s voting or equity securities, as is consistent with reporting requirements under SEC Filing 13D. For inter-Debtor ownership information, please refer to the Corporate Ownership Statements. For each entity, the Debtors have included individuals as of the Commencement Date, identified as directors, officers, members, or managers, as applicable, of such entity in the Debtors’ recordkeeping systems or, if no individuals were identified, an entity member, as applicable.
20. **SOFA 29.** The disclosures relate specifically to terminated job titles or positions and are not indicative of the individuals’ current employment status with the Debtors. For each entity, the Debtors have included the individuals who, during the applicable period, were identified as directors and officers of such entity in the Debtors’ recordkeeping systems.
21. **SOFA 30.** Any and all known disbursements to Insiders of the Debtors, as defined above, have been listed in the response to SOFA 4.
22. **SOFA 31.** Various Debtor limited liability companies (“LLCs”) are disregarded for tax purposes. Income generated by an LLC is consolidated at a higher reporting unit level with entities including Sears, Roebuck, and Co., Kmart Corporation, Sears Holdings and others. Only corporations can be “members” of a consolidated group for tax purposes. Because the Debtor LLCs are not corporations for tax purposes, they are identified as not being members of the tax consolidated group in the response to SOFA 31.

Fill in this information to identify the case:

Debtor name KMART OPERATIONS LLCUnited States Bankruptcy Court for the: Southern District of: New York
(State)Case number (if known): 18-23540☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of Revenue
Check all that applyGross revenue
(before deductions and exclusions)

Fiscal Year 2018

From 2/4/2018 to 10/14/2018
MM/DD/YYYY MM/DD/YYYY☒ Operating a business☐ Other\$ 217,242,390.00

Fiscal Year 2017

From 1/29/2017 to 2/3/2018
MM/DD/YYYY MM/DD/YYYY☒ Operating a business☐ Other\$ 449,541,994.00

Fiscal Year 2016

From 1/31/2016 to 1/28/2017
MM/DD/YYYY MM/DD/YYYY☒ Operating a business☐ Other\$ 790,700,967.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Not-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Fiscal Year 2018

From 2/4/2018 to 10/14/2018
MM/DD/YYYY MM/DD/YYYY

Interest and Investment Income

\$ 172.00

Fiscal Year 2017

From 1/29/2017 to 2/3/2018
MM/DD/YYYY MM/DD/YYYY

Interest and Investment Income

\$ 370.00

Fiscal Year 2016

From 1/31/2016 to 1/28/2017
MM/DD/YYYY MM/DD/YYYY

Interest and Investment Income

\$ 2,511.00

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

Debtor

KSMART OPERATIONS LLC
Name

Case number (if known) 18-23540

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.0. _____ Creditor's Name			<input type="checkbox"/> Secured debt
_____			<input type="checkbox"/> Unsecured loan repayments
_____			<input type="checkbox"/> Suppliers or vendors
Street			<input type="checkbox"/> Services
_____			<input type="checkbox"/> Other _____
City	State	ZIP Code	
Total amount or value.....			

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.0. _____ Creditor's Name			

Street			

City	State	ZIP Code	
Relationship to debtor			

Total amount or value.....			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of Property
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Debtor KMART OPERATIONS LLC Case number (if known) 18-23540
Name

Creditor's name and address	Description of the property	Date	Value of Property
-----------------------------	-----------------------------	------	-------------------

5.0

Creditor's Name

\$

Street

City

State

ZIP Code

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address

Description of the action creditor took

Date action was
taken

Amount

6.0

Creditor's Name

\$

Street

City

State

ZIP Code

Last 4 digits of account number: XXXX-

Part 3:**Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits.**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity - within one year before filing this case.

☐ None

Case Title

Nature of Case

Court or Agency's Name and address

Status of case

7.1

Batista, Olga v. Kmart; John Doe
1-10; and ABC Corp.

General Liability - Litigation

SUPERIOR COURT OF NEW JERSEY LAW
DIVISION MIDDLESEX COUNTY

Case Number

MID-L-03631-16

Name

130 ALBANY ST

Street

NEW BRUNSWICK

NJ

08901

City

State

ZIP Code

Case Title

Nature of Case

Court or Agency's Name and address

Status of case

☐ Pending☐ On appeal☒ Concluded

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.2	Bermudez-Rivera, Marlyn and Klyn Dejesus v. Kmart #3522; John Doe 1-10; and ABC Corp 1-10	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY LAW DIVISION - BERGEN COUNTY	
	Case Number NA		Name 8525 US-51	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street SOUTHAVEN MS 38671	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.3	Blocker, Rochelle v. K-Mart	General Liability - Litigation	IN THE CIRCUIT COURT OF COOK COUNTY ILLINOIS COUNTY DEPARTMENT - LAW DIVISION	
	Case Number 2015L002854		Name 50 W WASHINGTON ST 801	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street CHICAGO IL 60602	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.4	Boliak, Joanann P. v. AC I Manahawkin, LLC and Manahawkin 2015 LLC; Mandee Shops; Kmart; John Doe (1-10) and ABC Company (1-10)	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY LAW DIVISION OCEAN COUNTY	
	Case Number OCN-L-327-17		Name 213 WASHINGTON ST TOMS RIVER	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street NJ 08753	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.5	Helm, Paula D. v. K Mart Corporation aka Big Kmart and Kmart Operations, LLC	General Liability - Litigation	IN THE CIRCUIT COURT OF WASHINGTON COUNTY ARKANSAS CIVIL DIVISION	
	Case Number 72CV-16-1263-2		Name 280 N COLLEGE AVE 302	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street FAYETTEVILLE AR 72701	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.6	Hensley, Donald v. K Mart Corporation; and Kmart Operations, LLC	General Liability - Litigation	COMMONWEALTH OF KENTUCKY 27TH JUDICIAL CIRCUIT LAUREL CIRCUIT COURT	
	Case Number 18-CI-00239		Name 305 S MAIN ST	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street LONDON KY 40741	
			City State ZIP Code	

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.7	Hernandez, Edelmira v. Sears Holdings Management Corporation; Kmart Stores of Texas, LLC; Kmart Operations, LLC; Integrated Service Management, LLC and Integrated Service Mgt., LLC	General Liability - Litigation	IN THE DISTRICT COURT OF WEBB COUNTY TEXAS 341ST JUDICIAL DISTRICT	
	Case Number 2017CVF000365D3		Name 1110 VICTORIA ST 302	<input type="checkbox"/> Pending
			Street LAREDO TX 78040	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.8	Hinson, Sakeya v. K-Mart; Bankers Financial Corp.; John Does 1-10 and ABC Corp.	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY LAW DIVISION: PASSAIC COUNTY	
	Case Number PAS-L-598-17		Name 77 HAMILTON ST	<input type="checkbox"/> Pending
			Street PATERSON NJ 07505	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.9	Home Orthopedics Corp. v RIKCO International LLC; DJO LLC; Kmart Operations LLC; RPS Medical Service Corp.	Commercial Contracts	SALA SUPERIOR DE SAN JUAN PR	
	Case Number SJ 2017 CV 01504		Name 8 AVENIDA JUAN PONCE DE LEON	<input checked="" type="checkbox"/> Pending
			Street SAN JUAN PUERTO 901	<input type="checkbox"/> On appeal
			City State ZIP Code	<input type="checkbox"/> Concluded
7.10	Home Orthopedics Corp. v. Rikco International, LLC, DJO LLC, and Kmart Operations	Commercial Contracts	SALA SUPERIOR DE SAN JUAN PR	
	Case Number SJ 2017 CV 01504		Name 8 AVENIDA JUAN PONCE DE LEON	<input checked="" type="checkbox"/> Pending
			Street SAN JUAN PUERTO 901	<input type="checkbox"/> On appeal
			City State ZIP Code	<input type="checkbox"/> Concluded
7.11	Pla Fuentes, Jennifer; and Juan A. Montes Pla (minor) v. K-Mart, Corp.; et al.	General Liability - Litigation	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA CENTRO JUDICIAL DE CAROLINA SALA SUPERIOR	

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.12	Case Number FDP2012-0066 (404)	Nature of Case General Liability - Litigation	Name AV 65 DE INFANTERIA Street CAROLINA PUERTO 00987 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.13	Case Title Powers, Della v. Kmart Operations LLC Case Number 18-C-966	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT OF KANAWHA COUNTY WEST VIRGINIA Name 111 COURT ST CHARLESTON Street CHARLESTON WV 25301 City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.14	Case Title Pratt, Paul O. v. K-Mart, Store Number 07058-Greenwood aso Sears Holding Plaza Properties, LLC Case Number 2015-CP-2400145	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE COURT OF COMMON PLEASE COUNTY OF GREENWOOD Name 528 MONUMENT ST 114 Street GREENWOOD SC 29646 City State ZIP Code	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.15	Case Title Quinn, Karen C. v. Kmart, Inc. Case Number SX-16-CV-620	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS DIVISION OF ST CROIX Name RH AMPHLETT LEADER JUSTICE CENTER Street KINGSHILL ST CROIX 00850 City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.16	Case Title Radesco, Jose Medina v. Kmart [Puerto Rico] Case Number KPE2016-3537	Nature of Case Employment	Court or Agency's Name and address SALA DE SAN JUAN TRIBUNAL DE PRIMERA INSTANCIA PR Name AVENIDA MUÑOZ RIVERA ESQUINA COLL Y TOSTE PARADA 37 AV LUIS MUÑOZ RIVERA Street SAN JUAN PUERTO 00925 City State ZIP Code	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.16	Case Title Garner, Phenique v. K-Mart	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT OF JACKSON COUNTY MISSOURI AT KANSAS CITY	Status of case

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.17	Case Number Refiled: 1816-CV02093; Original: 1516-C	Nature of Case General Liability - Litigation	Name COURT ADMINISTRATOR 415 E 12TH ST SUITE 300 Street KANSAS CITY City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.18	Case Title Renaud, Cherry v. K-Mart Case Number SX-16-CV-380	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS DIVISION OF ST CROIX Name RH AMPHLETT LEADER JUSTICE CENTER Street KINGSHILL ST CROIX 00850 City State ZIP Code	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.19	Case Title Ribisi, Angelina v. Kmart Case Number 705002/2016	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF QUEENS Name 88-11 SUTPHIN BLVD Street JAMAICA NY 11435 City State ZIP Code	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.20	Case Title Zemantauski, Rosemary and Michael v. Kmart Store Case Number 13-CV-3915	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE COURT OF COMMON PLEAS COUNTY OF LACKAWANNA Name 200 N WASHINGTON AVE Street SCRANTON PA 18503 City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.21	Case Title Britton, Tracee M. v. K-Mart Operations LLC Case Number 16C1645	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT FOR DAVIDSON COUNTY TENNESSEE AT NASHVILLE Name 1 PUBLIC SQ 302 Street NASHVILLE City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.21	Case Title Brown, Ethelind v. Kmart, Inc.	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS DIVISION OF ST CROIX	Status of case

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.22	Case Number SX-17-CV-424	Nature of Case General Liability - Litigation	Name RH AMPHLETT LEADER JUSTICE CENTER	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street KINGSHILL ST CROI: 00850	
			City State ZIP Code	
	Case Title Brown, Jessica v. Kmart and Does 1 to 10, Inclusive		Court or Agency's Name and address	Status of case
	Case Number 16K12094		Name	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street	
			City State ZIP Code	
7.23	Case Title Bullitt, Dana v. K Mart Corporation; Kmart Operations, LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT FOR MONTGOMERY COUNTY MARYLAND	Status of case
	Case Number 451533-V		Name 50 MARYLAND AVE	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street ROCKVILLE	
			City State ZIP Code	
7.24	Case Title Byrd, Gary and Lori Kay v. Whynot Leasing, L.L.C.; Frigidaire Sales Corporation; Kmart; G, H, I	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT OF HENRY COUNTY ALABAMA	Status of case
	Case Number 37-CV-2018-900006.00		Name 101 COURT SQ H	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street ABBEVILLE AL 36310	
			City State ZIP Code	
7.25	Case Title Carr, Kathy v. Kmart; Impact Resource Group; Huff Corporation; John Does 1-10; Jane Does 1-10; Doe Partnerships, Corporations and Other Entities 11-20, inclusive	Nature of Case General Liability - Litigation	Court or Agency's Name and address	Status of case
	Case Number 14-1-403K		Name	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street	
			City State ZIP Code	
7.26	Case Title Carrasquillo Ruiz, Gloria Esther; and Antonio Cruz Rivera; et al. v. Kmart Corporation; and Kmart Operations, LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE TRUJILLO ALTO	Status of case

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.27	Case Number	FEC12016-00040	Name	14 CLL MUÑOZ RIVERA	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Street	TRUJILLO ALTO PRI 00976	Status of case
	Rodriguez Vazquez, Brenda v. K-Mart Operations LLC; John Doe; Jane Roe; et al.	General Liability - Litigation	City	State	ZIP Code
	Case Number		Court or Agency's Name and address	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA DE MAYAGUEZ	
	ISIC 201700876 (207)		Name	CARR 109 KM 27 CALLE SOTO RAMOS FRENTE AL CUARTEL DE LA POLICIA	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Street	AÑASCO PRI 00610	Status of case
7.28	S.A. Feole Masonry Services, Inc. v. Seritage SRC Finance LLC; CGZ Holding Corp d/b/a GC M&M Construction Services	Construction	City	State	ZIP Code
	Case Number		Court or Agency's Name and address	KENT COUNTY SUPERIOR COURT RI	
	KM-2018-0565		Name	NOEL JUDICIAL COMPLEX 222 QUAKER LN	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Street	WARWICK RHODE I 02886	Status of case
7.29	Carrion Nieves, Isabel v. Kmart, Etc.	General Liability - Litigation	City	State	ZIP Code
	Case Number		Court or Agency's Name and address	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL GENERAL DE JUSTICIA TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE CAGUAS	
	EDP2016-0327 (701)		Name	CENTRO JUDICIAL DE CAGUAS	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Street	CAGUAS PRI 00725	Status of case
7.30	Casaday, Shannon v. Kmart Store #7042	General Liability - Litigation	City	State	ZIP Code
	Case Number		Court or Agency's Name and address	IN THE PORTER SUPERIOR COURT SITTING IN VALPARAISO INDIANA	
	64D05-1612-CT-11314		Name	16 E LINCOLNWAY	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Title	Nature of Case	Street	VALPARAISO IN 46383	Status of case
7.31	Cashen, Baukje A. v. Kmart Corporation; and Kmart Operations, L.L.C.	General Liability - Litigation	City	State	ZIP Code
			Court or Agency's Name and address	16TH JUDICIAL DISTRICT COURT PARRISH OF IBERIA STATE OF LOUISIANA	

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.32	Case Number 128635-A	Nature of Case	Name 300 SOUTH IBERIA STREET Street NEW IBERIA LA 70560 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title Chubb, David v. K-Mart Operations, L.L.C. dba K-Mart Store 4593; and Zenithen USA, L.L.C.	General Liability - Litigation	Court or Agency's Name and address IN THE COURT OF COMMON PLEAS FOR THE NINTH JUDICIAL CIRCUIT	Status of case
	Case Number 2017-CP-10-1481		Name 115 CENTRAL PLAZA N 400 Street CANTON OH 44702 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.33	Case Title Class Otero, Luz v. K-Mart, Corp.; et al. Case Number DDP2017-0261 (703)	Nature of Case General Liability - Litigation	Court or Agency's Name and address Name Street City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.34	Case Title Cochran, Diane G. v. K-Mart Case Number 2018CV2311001971	Nature of Case General Liability - Litigation	Court or Agency's Name and address Name Street City State ZIP Code	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.35	Case Title Kappauf, Brenda L. v. Kmart Corporation, individually and dba Kmart Store #7676; Kmart Operations, LLC, individually and dba Kmart Store #7676; and Seritage KMT Finance, LLC, individually and dba Kmart Store #7676 Case Number 2017-456	Nature of Case General Liability - Litigation	Court or Agency's Name and address STATE OF NEW YORK SUPREME COURT: COUNTY OF DELAWARE Name 3 COURT ST 1 Street DELHI NY 13753 City State ZIP Code	Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.36	Case Title Kmart #7048 - West Lebanon, NH	Nature of Case General Liability - Litigation	Court or Agency's Name and address PRE-LITIGATION	Status of case

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

7.37	Case Number	NA	Nature of Case	General Liability - Litigation	Name	2015 CENTER AVE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart #7134 - Cortland, NY			Street	FORT LEE NJ 07024	
	Case Number	NA			City	State	ZIP Code
	Case Title	Kmart #7134 - Cortland, NY	Nature of Case	General Liability - Litigation	Court or Agency's Name and address	PRE-LITIGATION	Status of case
	Case Number	NA			Name	2015 CENTER AVE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart #7375 Endicott, NY			Street	FORT LEE NJ 07024	
	Case Number	NA			City	State	ZIP Code
	Case Title	Kmart #7375 Endicott, NY	Nature of Case	General Liability - Litigation	Court or Agency's Name and address	PRE-LITIGATION	Status of case
	Case Number	NA			Name	2015 CENTER AVE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart #9418 - Rosedale, NY			Street	FORT LEE NJ 07024	
	Case Number	NA			City	State	ZIP Code
	Case Title	Kmart #9418 - Rosedale, NY	Nature of Case	General Liability - Litigation	Court or Agency's Name and address	PRE-LITIGATION	Status of case
	Case Number	NA			Name	2015 CENTER AVE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart 1884 King of Prussia, PA (Kmart v. Simon)			Street	FORT LEE NJ 07024	
	Case Number	NA			City	State	ZIP Code
	Case Title	Kmart 1884 King of Prussia, PA (Kmart v. Simon)	Nature of Case	General Liability - Litigation	Court or Agency's Name and address	COURT OF COMMON PLEAS MONTGOMERY COUNTY	Status of case
	Case Number	NA			Name	2 E AIRY ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart 3071 Toms River, NJ (Kmart v. Raven Associates)			Street	NORRISTOWN PA 19401	
	Case Number	NA			City	State	ZIP Code
	Case Title	Kmart 3071 Toms River, NJ (Kmart v. Raven Associates)	Nature of Case	General Liability - Litigation	Court or Agency's Name and address	UNKNOWN	Status of case
	Case Number	NA			Name	333 WEST BROADWAY 420	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Title	Kmart 3071 Toms River, NJ (Kmart v. Raven Associates)			Street	SAN DIEGO CA 92101	
	Case Number	NA			City	State	ZIP Code

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7.42	Case Title Kmart 3438 (Kmart v. Avenel Realty, GFS, and M&L Power)	Nature of Case General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	
7.43	Case Title Kmart 3495 Milford, CT (Sears v. 2020 Liberty Rock, LLC)	Nature of Case General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	
7.44	Case Title Kmart 4051 Eau Claire, WI (Kmart v. Herzog)	Nature of Case General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	
7.45	Case Title Kmart 4361 (Kmart v. Goodrich Hazlet, LLC)	Nature of Case General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	
7.46	Case Title Kmart 4397 Dover, NJ (Kmart v. Pal Pike Associates)	Nature of Case General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	
7.47	Case Title Kohler, Irene v. K-Mart, Inc.; Sedgwick Claims Management Services, Inc. aka Sedgwick CMS	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF NASSAU	Status of case

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7.48	Case Number 8446-2016		Name 100 SUPREME CT DR MINEOLA	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street MINEOLA NY 11501 City State ZIP Code	
	Case Title Salahuddin, Shaifah v. Kmart; Kmart Operations LLC; and Sears Holdings Management Corporation	Nature of Case Employment	Court or Agency's Name and address NYS CONSUMER AFFAIRS	Status of case
7.49	Case Number Record ID # 2015-00674-ENF		Name 42 BROADWAY	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street NEW YOI 10004 City State ZIP Code	
	Case Title Santa Maria, Juanita v. Sears Holdings Corporation; Sears Holdings Management Corporation; Kmart Stores of Texas, LLC; Kmart Operations LLC; Kmart Corporation	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN COUNTY COURT AT LAW HIDALGO COUNTY TEXAS	Status of case
7.50	Case Number CL-17-4670-E		Name 100 N CLOSNER BLVD	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street EDINBURG TX 78557 City State ZIP Code	
	Case Title Saunders, Jasmine v. K-Mart	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS DIVISION OF ST CROIX	Status of case
7.51	Case Number 410/2016		Name RH AMPHLETT LEADER JUSTICE CENTER	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street KINGSHILL ST CROI 00850 City State ZIP Code	
	Case Title Collazos, Yudy v. Sears Kmart; John Doe 1-10	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY LAW DIVISION MIDDLESEX COUNTY	Status of case
7.52	Case Number MID-L-000082-16		Name 56 PATERSON ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street NEW BRUNSWICK NJ 08903 City State ZIP Code	
	Case Title Corley, Kashia v. Biddeford Blankets, LLC;and K-Mart	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF SUFFOLK	Status of case

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7.53	Case Number 605510/2018	Nature of Case	Name 1 COURT ST RIVERHEAD	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street NY NY 11901 City State ZIP Code	
	Case Title Crenshaw, Jacob v. Monster Moto, LLC., Kmart, and Does 1 to 100, inclusive	General Liability - Litigation	Court or Agency's Name and address FRESNO COUNTY SUPERIOR COURT	Status of case
	Case Number 17CECG03202		Name 1100 VAN NESS AVE	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street FRESNO CA 93724 City State ZIP Code	
	Case Title Cruz, Catherine and Paul v. Kmart; West Orange Plaza; John Doe and Jane Doe 1-100; ABC Corp 1-100	General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY LAW DIVISION: ESSEX COUNTY	Status of case
7.54	Case Number ESX-L-007646-18		Name 212 WASHINGTON ST	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street NEWARK NEW JEF 07102 City State ZIP Code	
	Case Title Cruze Ayala, Zoraida v. Kmart Operations LLC	General Liability - Litigation	Court or Agency's Name and address ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE TRUJILLO ALTO	Status of case
7.55	Case Number TJ2018CV00355		Name 14 CLL MUÑOZ RIVERA	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street TRUJILLO ALTO PRI 00976 City State ZIP Code	
	Case Title Daves, Harold v. Kmart; Sedgwick Claims Management Services; and Company ABC	General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY LAW DIVISION: ESSEX COUNTY	Status of case
7.56	Case Number ESX-L-007565-16		Name 212 WASHINGTON ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street NEWARK NEW JEF 07102 City State ZIP Code	
	Case Title De Jesus Mulero, Marisel v. Kmart Corporation; Kmart Operations, LLC; et al.	General Liability - Litigation	Court or Agency's Name and address UNKNOWN	Status of case
7.57				

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	Case Number CG2018CV00099		Name 333 WEST BROADWAY 420 Street SAN DIEGO CA 92101 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.58	Case Title Leishman, Mike v. Kmart Stores dba Kmart Operations LLC; Sears Holding Corporation; and Sears, Roebuck and Co.	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN DISTRICT COURT COUNTY OF RAMSEY STATE OF NORTH DAKOTA NORTH EAST JUDICIAL DISTRICT	Status of case
	Case Number NA		Name 524 4TH AVE NE Street DEVILS LAKE ND 58301 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.59	Case Title Lesoken, Patricia and Charles v. Kmart; Kmart Corporation; Sears Corporation; and Sears Holdings Corporation	Nature of Case Federal	Court or Agency's Name and address UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF PENNSYLVANIA	Status of case
	Case Number 17-3345		Name 601 MARKET ST 2609 Street PHILADELPHIA PA 19106 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.60	Case Title Lewis, Clif v. Pittston Kmart	Nature of Case Small Claims	Court or Agency's Name and address COMMONWEALTH OF PENNSYLVANIA	Status of case
	Case Number NJ-11104-CV-0000328-2017		Name 2800 WHITEFORD ROAD Street YORK PA 17402 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.61	Case Title Sharma, Chhavi v. Kmart; John Does 1-10; John Does 1-10; and ABC Corp., 1-10	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY HUNTERDON COUNTY	Status of case
	Case Number HNT-L-000199-18		Name 65 PARK AVE Street FLEMINGTON NJ 08822 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.62	Case Title Sibble, Gloria v. K Mart Corporation; and Kmart Operations LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF ORANGE	Status of case

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	Case Number EF003296-2018		Name 285 MAIN ST Street GOSHEN NY 10924 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.63	Case Title Delgado, Reyna Margarita v. Kmart Stores; John Does 1-10; and ABC Corp. 1-10	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY CIVIL DIVISION	Status of case
	Case Number PAS-L-02748-18		Name 118 WASHINGTON ST Street TOMS RIVER NJ 08754 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.64	Case Title Diaz, Arlene Perez v. Sears Holdings, Sears Roebuck of Puerto Rico, Inc., Kmart Corporation, Kmart Operations LLC Y/O Sears & Kmart De Puerto Rico	Nature of Case Employment	Court or Agency's Name and address SALA DE SAN JUAN TRIBUNAL DE PRIMERA INSTANCIA PR	Status of case
	Case Number KPE 2017-1866		Name AVENIDA MUÑOZ RIVERA ESQUINA COLL Y TOSTE PARADA 37 AV LUIS MUÑOZ RIVERA Street SAN JUAN PUERTO 00925 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.65	Case Title Magny, Jennifer v. Kmart Holding Corp.; Kmart Operations LLC, and Sears Holdings Corp.	Nature of Case General Liability - Litigation	Court or Agency's Name and address COMMONWEALTH OF MASSACHUSETTS SUFFOLK COUNTY SUPERIOR COURT DEPARTMENT OF THE TRIAL COURT	Status of case
	Case Number 1684-CV-0880B		Name 3 PEMBERTON SQUARE Street BOSTON MA 02108 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.66	Case Title Marcus, Olen v. K-Mart	Nature of Case General Liability - Litigation	Court or Agency's Name and address DAVIDSON COUNTY GENERAL SESSIONS COURT TN	Status of case
	Case Number 17GC21073		Name 408 2ND AVE N 1130 Street NASHVILLE TN 37201 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.67	Case Title McCagg, Mary v. Kmart	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF DUTCHESS	Status of case

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Case Number	Name	<input checked="" type="checkbox"/> Pending		
2018-6066	10 MARKET ST	<input type="checkbox"/> On appeal		
	Street	<input type="checkbox"/> Concluded		
	POUGHKEEPSIE NY 12601			
	City State ZIP Code			
Case Title	Nature of Case	Court or Agency's Name and address	Status of case	
7.68	McCravey, Martha Alice; and Alan Bridges Wood v. Kmart Corporation; and Kmart Operations, LLC	General Liability - Litigation	IN THE DISTRICT COURT OF THE STATE OF WYOMING IN AND FOR THE COUNTY OF TETON NINTH JUDICIAL DISTRICT	
	Case Number	Name	<input checked="" type="checkbox"/> Pending	
	17856	180 S KING ST	<input type="checkbox"/> On appeal	
		Street	<input type="checkbox"/> Concluded	
		JACKSON WY 83001		
		City State ZIP Code		
7.69	Sierra Padilla, Francisca and Antonia Picon Sierra v. Kmart Operations, LLC; Fulano De Tal; Sutano De Tal and Insurance Companies A, B and C	General Liability - Litigation	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE CAGUAS	
	Case Number	Name	<input type="checkbox"/> Pending	
	EDP2016-0208(801)	CENTRO JUDICIAL DE CAGUAS	<input type="checkbox"/> On appeal	
		Street	<input checked="" type="checkbox"/> Concluded	
		CAGUAS PRI 00725		
		City State ZIP Code		
7.70	Standard Fabrics International, Inc. v. Ikeddi Enterprises, Inc. [Kmart]	Federal	USDC CENTRAL DISTRICT OF CA	
	Case Number	Name	<input type="checkbox"/> Pending	
	2:16-cv-324-RGK-SS	300 E GREEN ST	<input type="checkbox"/> On appeal	
		Street	<input checked="" type="checkbox"/> Concluded	
		PASADENA CA 91101		
		City State ZIP Code		
7.71	Stanley, Marion v. K-Mart	General Liability - Litigation	SUPERIOR COURT OF THE VIRGIN ISLANDS DIVISION OF ST CROIX	
	Case Number	Name	<input type="checkbox"/> Pending	
	536/2016	RH AMPHLETT LEADER JUSTICE CENTER	<input type="checkbox"/> On appeal	
		Street	<input checked="" type="checkbox"/> Concluded	
		KINGSHILL ST CROIX USVI 00850		
		City State ZIP Code		
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case

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7.72	Estate of Stephanie and Joseph Burns v. K-Mart, Manahawkin 2015, LLC, MCB Property Management, Sears Holdings, Inc. John Doe 1-5, ABC Partnerships 1-5, and ABC Corp. 1-5	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY OCEAN COUNTY LAW DIVISION	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number OCN-L-003119-17		Name 213 WASHINGTON ST Street TOMS RIVER NJ 08753 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.73	Ferguson, Vincent v. Avenel NJ K-Mart; XYZ Corporation 1-10; John Doe 1-5; Avenel Realty Associates, LLC; XYZ Corporation 11-20; John John Doe 6-11; JJ Operating Inc.; XYZ Corporation 21-30; and John Doe 11-15	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY LAW DIVISION MIDDLESEX COUNTY	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number MID-L-02968-15		Name 56 PATERSON ST Street NEW BRUNSWICK NJ 08903 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.74	Figueroa Marrero, Irma C. v. Kmart Operations LLC; Tienda Kmart Plaza Rio Hondo	General Liability - Litigation	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE BAYAMON	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number DDP2016-0779 (703)		Name 2399 PR-2 Street BAYAMÓN PUERTO 00959 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.75	Figueroa, O'Rosia v. Kmart	General Liability - Litigation	IN THE SUPERIOR COURT OF THE VIRIGIN ISLANDS DIVISIONS OF ST CROIX	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number SX-17-CV-362		Name RH AMPHLETT LEADER JUSTICE CENTER KINGSHILL Street ST CROIX VI 00850 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.76	Finch, Bruce v. Kmart; Kmart Corporation; Kmart Operations LLC; and BVS Poughkeepsie LLC	General Liability - Litigation	SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF DUTCHESS	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case

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	Case Number 2017-50621		Name 10 MARKET ST Street POUGHKEEPSIE NY 12601 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.77	Case Title Mills, Betty v. Sears Holdings Corporation for Kmart; Kmart Corporation; Kmart Operations LLC; Sears, Roebuck and Co.	Nature of Case General Liability - Litigation	Court or Agency's Name and address COMMONWEALTH OF KENTUCKY COURT OF JUSTICE	Status of case
	Case Number 15-CI-004630		Name 700 W JEFFERSON ST 309 Street LOUISVILLE KY 40202 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.78	Case Title Miranda, Ana v. Kmart Operations, LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE FIFTH JUDICIAL DISTRICT COURT IN AND FOR WASHINGTON COUNTY STATE OF UTAH	Status of case
	Case Number 180500358		Name 206 TABERNACLE ST Street ST GEORGE UT 84770 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.79	Case Title Miro Quinones, Livia; Gabriela sofia Class Miro v. K-Mart. Apparel of Puerto Rico Corp.; XYZ Insurance Co.	Nature of Case General Liability - Litigation	Court or Agency's Name and address ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE CAROLINA	Status of case
	Case Number FDP2014-0189(408)		Name AV 65 DE INFANTERIA Street CAROLINA PUERTO 00987 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.80	Case Title Moore, Raquel v. Kmart; Ice House Development; and ABC Corp. 1-5	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY LAW DIVISION CIVIL ACTION CAMDEN COUNTY	Status of case
	Case Number CAM-L-002460-17		Name 101 S 5TH ST Street CAMDEN NJ 08103 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.81	Case Title Talbert, Miranda S. and William S. v. Kmart Corporation; and Kmart Operations, LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address	Status of case

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7.82	Case Number 79D02-1609-CT-000145		Name	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
	Boyle, Brandon and Lucia v. Huff Corporation and/or ABC Corporation; Kmart, Inc. and/or Sears and/or DEF Corporation; National Product Services and/or GHI Corporation; JKL Corporation; John Doe 1-5; John Doe Manufacturers	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY LAW DIVISION: MORRIS COUNTY	
	Case Number MRS L-002432 17		Name 56 WASHINGTON ST	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street MORRISTOWN	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
	Fyffe, Sharon v. K mart Corporation; Kmart Operations LLC	General Liability - Litigation	COMMONWEALTH OF KENTUCKY PULASKI COUNTY 28TH JUDICIAL CIRCUIT DIVISION II	
	Case Number 18-CI-00733		Name 50 PUBLIC SQUARE PO BOX 664	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street SOMERSET KY 42502	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
	Geffken, James P. v. Sears/Kmart; and Wendy Harrison	General Liability - Litigation		
	Case Number SC60081-2018		Name	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
	Goins, Jacqueline v. Sears Holding Company aka Sears Holding Corporation; Sears Roebuck and Company; Kmart Corporation; Kmart Operations, L.L.C.	General Liability - Litigation	IN THE COMMON PLEAS COURT OF MUSKINGUM COUNTY OHIO	
	Case Number CC2016-0058		Name 401 MAIN ST D	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street ZANESVILLE OH 43701	
			City State ZIP Code	

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	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.86	Gonzalez Berrios, Wanda I. and Lorenzo Ramos Montanez v. Kmart of Puerto Rico, Inc.; Kmart Corporation; Kmart Operations, LLC; Owner A; Owner B; ABC Insurance Company	General Liability - Litigation	UNITED STATES DISTRICT COURT DISTRICT OF PUERTO RICO SAN JUAN	
	Case Number 3:16-cv-02130-DRD		Name AVENDIA CARLOS E CHARDÓN	<input type="checkbox"/> Pending
			Street SAN JUAN PRI 00918	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.87	Gonzalez Oliver, Carmen Rosa v. K-Mart, Corp.; et al.	General Liability - Litigation		
	Case Number DDP2016-0641 97010		Name	<input type="checkbox"/> Pending
			Street	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.88	Morales Cruz, Ivette Milagros v. Kmart; and X Insurance company	General Liability - Litigation	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE TRUJILLO ALTO	
	Case Number FEC1201600641		Name 14 CLL MUÑOZ RIVERA	<input type="checkbox"/> Pending
			Street TRUJILLO ALTO PRI 00976	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.89	Moralez, Francisca M. v. Kmart Corporation; Kmart Operations LLC; and Seritage SRC Finance LLC	Real Estate	NORTHERN DISTRICT OF CALIFORNIA - US DISTRICT COURT CA	
	Case Number 4:18-cv-2046-YGR		Name 111 ENNIS ST	<input type="checkbox"/> Pending
			Street BOWLING GREEN VIRGINIA 22427	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
7.90	Moreno, Rita J. v. Kmart Operations LLC; and Sears Holding Management Corporation	General Liability - Litigation	SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF SUFFOLK	

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7.91	Case Number 607964/2018	Nature of Case	Name 1 COURT ST RIVERHEAD Street NY NY 11901 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Title Morris, George v. Adding: Sears Holdings Management Corporation; Kmart Operations LLC; and Adding: K Mart Corporation	General Liability - Litigation	Court or Agency's Name and address SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF WESTCHESTER	Status of case
	Case Number 55918/2016		Name 111 DRMARTIN LUTHER KING JR BLVD Street WHITE PLAINS NY 10601 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.92	Case Title Mullins, Jeffrey I. v. Kmart	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE DISTRICT COURT 111TH JUDICIAL DISTRICT WEBB COUNTY TEXAS	Status of case
	Case Number 2017CVF002548D2		Name 1110 VICTORIA ST 301 Street LAREDO TX 78040 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.93	Case Title Munoz, Expedito v. Kmart; and/or ABC Company, 1-100	Nature of Case General Liability - Litigation	Court or Agency's Name and address SUPERIOR COURT OF NEW JERSEY LAW DIVISION: HUDSON COUNTY	Status of case
	Case Number NA		Name 595 NEWARK AVE Street JERSEY CITY NJ 07306 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.94	Case Title Ned, Mary v. Kmart Corporation and/or Kmart Operations LLC dba Kmart	Nature of Case General Liability - Litigation	Court or Agency's Name and address 14TH JUDICIAL DISTRICT COURT PARISH OF CALCASIEU STATE OF LOUISIANA	Status of case
	Case Number 2016-2789D		Name 1001 LAKESHORE DR 300 Street LAKE CHARLES LA 70601 City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.95	Case Title Noble, Charlotte R. v. K-Mart Stores of Indiana	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE LAPORTE SUPERIOR COURT NO1	Status of case

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7.96	Case Number 46D01-1602-CT-219		Name 809 STATE ST	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street LA PORTE IN 46350	
	Case Title NPD-Echevarria, Emily v. Big Kmart Store; et al.	Nature of Case General Liability - Litigation	Court or Agency's Name and address ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE PONCE	Status of case
7.97	Case Number JDP2017-0145		Name 2150 AVENIDA SANTIAGO DE LOS CABALLEROS	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street PONCE PUERTO 00716	
	Case Title NPD-Koch, Sylvia and Charisse Allen v. K Mart Corporation; Kmart Operations LLC; and Sears Holdings Corporation	Nature of Case General Liability - Litigation	Court or Agency's Name and address IN THE CIRCUIT COURT OF THE STATE OF OREGON FOR THE COUNTY OF MULTNOMAH	Status of case
7.98	Case Number 16CV39188		Name 021 SW 4TH AVE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street PORTLAND OR 97204	
	Case Title NPD-Perez Laracuente, Walberto; Zaida E. Sanchez Quinones and their children, Alanis and Imalay Perez Sanchez v. Kmart Operations LLC dba Kmart	Nature of Case General Liability - Litigation	Court or Agency's Name and address ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL GENERAL DE JUSTICA TRIBUNAL DE PRIMERA INSTANCIA CENTRO JUDICIAL DE AGUADILLA	Status of case
7.99	Case Number AICI2017 00145		Name 70 CALLE PROGRESO AL LADO DEL COLISEO LUIS T DIAZ	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			Street AGUADILLA PRI 00603	
	Case Title Nuzum, Peggy and John v. Kmart Operations LLC	Nature of Case General Liability - Litigation	Court or Agency's Name and address CIRCUIT COURT OF HARRISON COUNTY WEST VIRGINIA	Status of case
	Case Number 18-C-10		Name 301 W MAIN ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
			Street CLARKSBURG WV 26301	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case

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7.100	Toro Muniz, Teresa v. 9420 Kmart; VNO Bruckner Plaza LLC/Vornado Realty Trust; and VNO Bruckner Plaza LLC/CT Corporation System	General Liability - Litigation	SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF BRONX	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number 304391/2014		Name 851 GRAND CONCOURSE 111	
			Street BRONX NY 10451	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.101	Trailers International, LLC and Vincent L. Webb v. Mastercraft Tools Florida, Inc., et al. [Kmart]	Federal	USDC DISTRICT OF OREGON	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number 3:15-cv-00171 BR		Name 1000 SW 3RD AVE 740	
			Street PORTLAND OR 97204	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.102	Travieso, Glenda L. Garcia v. Kmart	Employment	COURT OF FIRST INSTANCE FAJARDO PART SA NO 2116-020	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number NSCI2017-00025,		Name AVENDIA CARLOS E CHARD6N	
			Street CHARD6N SAN JUA 00918	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.103	Uribe, Margarita v. Kmart Operations LLC; Kmart Funding Corporation; Kmart Ground LLC; and Kmart Plaza Bellow CA	General Liability - Litigation	SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF QUEENS	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number 7124732/2017		Name 88-11 SUTPHIN BLVD	
			Street JAMAICA NY 11435	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.104	USOR Site PRP Group v A&M Contractors, et al [Kmart]	Federal	UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number 4:14-cv-1441		Name 515 RUSK ST	
			Street HOUSTON TX 77002	
			City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case

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7.105	Vanderbush, Norman v. Kmart	General Liability - Litigation	IN THE COURT OF COMMON PLEAS OF BLAIR COUNTY PENNSYLVANIA	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number 2015 GN 3569		Name 423 ALLEGHENY ST Street HOLLIDAYSBURG PA 16648 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.106	Velez Cintron, Rosa v. K-Mart, Corp.; et al.	General Liability - Litigation		<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number ISCI2018-00579 (205)		Name Street City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.107	Wallace, Paula and Zachary v. Kmart Corporation aka Kmart Enterprises of Tennessee, Inc., aka Kmart Operations, LLC, aka Kmart of Lebanon, TN aka Sears Operations, LLC	General Liability - Litigation	IN THE CIRCUIT COURT FOR WILSON COUNTY TENNESSEE AT LEBANON	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number 2017-CV-301		Name 134 S COLLEGE ST 101 Street LEBANON TN 37087 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.108	Annan-Forson, John; individually; and as guardian ad litem for Trinity Annan, a minor v. Kmart Operations LLC; and Does 1-30, inclusive	General Liability - Litigation	SUPERIOR COURT OF THE STATE OF CALIFORNIA COUNTY OF RIVERSIDE - RIVERSIDE HISTORIC COURTHOUSE	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number RIC1616665		Name 4050 MAIN ST Street RIVERSIDE CA 92501 City State ZIP Code	
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.109	Aponte, Isabel v. K-Mart aka/dba Sears/Kmart Store 0719 in Philadelphia	General Liability - Litigation	PHILADELPHIA MUNICIPAL COURT FIRST JUDICIAL DISTRICT	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number SC-17-08-01-3193		Name CITY HALL MARKET ST Street PHILADELPHIA PENNSY 19107 City State ZIP Code	

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	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.110	Atwood, Carl S. v. K-Mart; Mimms Enerprises	General Liability - Litigation	SUPERIOR COURT OF CAILFORNIA COUNTY OF LOS ANGELES	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number SUCV2018000455		Name 945 S HILL ST Street LOS ANGELES CA 90007 City State ZIP Code	
7.111	Augustin, Marie v. Roseealia A. Eberwine and/or Jane Doe #1-5; John J. Eberwine and/or John Doe Owner #1-5; Richard Roe #1-5 and/or Richard Roe Company #1-5 and/or Richard Roe, Inc. #1-5; Kmart and/or K-Mart Apparel Corp. and/or John Doe Owner #1-5 a	General Liability - Litigation	SUPERIOR COURT OF NEW JERSEY	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
	Case Number L-002695-17		Name SPECIAL CIVIL PART HUDSON COUCC LOUIS SOTO RIOS COURT OFF Street NORTH BERGEN NJ 7047 City State ZIP Code	
7.112	Bables, Shonda v. Kmart Operations LLC; Does 1-10, inclusive	General Liability - Litigation	SUPERIOR COURT OF CALIFORNIA COUNTY OF LOS ANGELES CENTRAL DISTRICT	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number 17K06946		Name 1945 S HILL ST Street LOS ANGELES CA 90007 City State ZIP Code	
7.113	Grueneich, Frances v. Kmart Operations LLC; Ted J. Boutrous, L.L.C.; Boutrous Group, L.L.P.; Capitol Farmers Market; and Terry Schmidt	General Liability - Litigation	IN DISTRICT COURT COUNTY OF BURLEIGH STATE OF NORTH DAKOTA SOUTH CENTRAL JUDICIAL DISTRICT	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Number		Name 514 E THAYER AVE Street BISMARCK ND 58501 City State ZIP Code	
7.114	Olsen-Ivie, Tamra; Samantha Olsen and David Olsen v. K-Mart; and Sears Holding Company	General Liability - Litigation	UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH; FAVORABLE	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case

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	Case Number NA		Name 351 S W TEMPLE	<input type="checkbox"/> Pending
			Street SALT LAKE CITY UT 84101	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.115	Orange County Transportation Authority vs. Seritage SRC Finance LLC; Seritage KMT Finance LLC; Kmart Operations, LLC.; Sears Operations, LLC; Westminister Mall, LLC; Macy's California Realty, LLC; Southern California Edison Company; Wells Fargo Bank, Nati	Real Estate	ORANGE COUNTY - SUPERIOR COURT - SANTA ANA CA	
	Case Number 30201800984819CUEICXC		Name 1100 VAN NESS AVE	<input type="checkbox"/> Pending
			Street FRESNO CA 93724	<input type="checkbox"/> On appeal
			City State ZIP Code	<input checked="" type="checkbox"/> Concluded
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.116	Ortiz Carreras, Wanda E. v. Kmart Corporation; Kmart Operations LLC; Kmart ABC dba Kmart; and XYZ Insurance Company	General Liability - Litigation	UNITED STATES DISTRICT COURT FOR THE DISTRICT OF PUERTO RICO	
	Case Number 3:18-cv-01226-ADC		Name AVENDIA CARLOS E CHARDÓN	<input checked="" type="checkbox"/> Pending
			Street SAN JUAN PRI 00918	<input type="checkbox"/> On appeal
			City State ZIP Code	<input type="checkbox"/> Concluded
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.117	Pagan Guerrero, Julia; and representing minors Pedro Javier Claudio Pagan; and Daniela Claudio Pagan v. Kmart Operations LLC; et al.	General Liability - Litigation	TRIBUNAL GENERAL DE JUSTICIA ESTADO LIBRE ASOCIADO DE PUERTO RICO EN EL TRIBUNAL SUPERIOR DE PUERTO RICO SALA DE CAGUAS	
	Case Number EDP2016-0353 (702)		Name CENTRO JUDICIAL DE CAGUAS	<input checked="" type="checkbox"/> Pending
			Street CAGUAS PRI 00725	<input type="checkbox"/> On appeal
			City State ZIP Code	<input type="checkbox"/> Concluded
	Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.118	Perez, Edwin v. Kmart Operations LLC	Employment	ESTADO LIBRE ASOCIADO DE PUERTO RICO TRIBUNAL DE PRIMERA INSTANCIA SALA SUPERIOR DE CABO ROJO	

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Case Number	Name	Status of case	
I4CI201800127	AV ÁNGEL CASTO PÉREZ	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded	
Street	SAN GEF 00683		
City	State	ZIP Code	
Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.119 Persons, Glenn v. Kmart; Eastwick Joint Venture V; and Korman Commercial Properties, Inc.	General Liability - Litigation	FIRST JUDICIAL DISTRICT OF PENNSYLVANIA COURT OF COMMON PLEAS OF PHILADELPHIA	
Case Number	Name	Status of case	
2015-11-000513	CITY HALL MARKET ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded	
Street	PHILADELPHIA PENNSY 19107		
City	State	ZIP Code	
Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.120 Ward, Debroah v. Kmart; and Does 1-50, inclusive	General Liability - Litigation	SUPERIOR COURT OF CALIFORNIA COUNTY OF MERCED	
Case Number	Name	Status of case	
16CV-00839	1159 G ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded	
Street	LOS BANOS CA 93635		
City	State	ZIP Code	
Case Title	Nature of Case	Court or Agency's Name and address	Status of case
7.121 Wyler, Carolyn A. v. Center Point Place Associates, LP; Street and York Rd., LLC; and Kmart Corporation; Kmart Operations LLC; Kmart of Pennsylvania LP; Sears, Roebuck and Co; and Sears Holdings LLC	General Liability - Litigation	IN THE COURT OF COMMON PLEAS OF CHESTER COUNTY PENNSYLVANIA CIVIL ACTION-LAW	
Case Number	Name	Status of case	
16-10256	2 N HIGH ST	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded	
Street	WEST CHESTER PA 19380		
City	State	ZIP Code	

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

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8.0	Custodian's name and address	Description of the property	Value
			\$
	Custodian's Name	Case title	Court name and address
	Street	Case number	Name
	City State ZIP Code	Date of order or assignment	Street
			City State ZIP Code

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filling the case unless the aggregate value of the gifts to that recipient is less than \$1000

☒ None

9.0	Recipient's name and address	Description of the gifts or contributions	Dates Given	Value
	Recipient Name			\$
	Street			
	City State ZIP Code			
	Recipient's relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

10.0	Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).	Date of Loss	Value of property lost
				\$
				\$

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☒ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.0	<div> <div>Address</div> <div> <div>Street</div> <div> <div>City</div> <div>State</div> <div>ZIP code</div> </div> </div> <div>Email or Website Address</div> <div>Who made the payment, if not the debtor?</div> </div>			
Total amount or value.....				

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already on this statement.

☒ None

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.0	<div>Trustee</div>			

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13. Transfers not already listed on this statement

List any transfers of money or other property - by sale, trade, or any other means - made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ Does not apply

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Dates transfers were made	Total amount or value
Address Street City State ZIP code			
Relationship to debtor			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy			
14.1	1 FLOWER VALLEY SHP CTR FLORISSANT MO 63033	From	6/11/1970	To	Current
14.2	100 CROSS ROADS PLZ MT. PLEASANT PA 15666-2287	From	6/24/1982	To	4/3/2017
14.3	1005 EAST COLUMBUS ST KENTON OH 43326	From	2/5/1995	To	4/3/2017
14.4	101 GREAT TEAYS BLVD SCOTT DEPOT WV 25560	From	5/23/1991	To	Current
14.5	101 WEST LINCOLN MERRILLVILLE IN 46410	From	8/1/1974	To	1/3/2017
14.6	10405 S EASTERN AVE HENDERSON NV 89052	From	8/18/2001	To	4/3/2017
14.7	10700 BISCAYNE BLVD NORTH MIAMI FL 33161-7456	From	3/5/1970	To	7/29/2017
14.8	1094 HAINES ROAD YORK PA 17402	From	11/5/1970	To	10/2/2017
14.9	11 SOUTH KINGS HWY 61 CAPE GIRARDEAU MO 63703	From	4/18/1974	To	Current
14.10	1129 MORGAN BLVD HARLINGEN TX 78550	From	10/14/1976	To	1/3/2017
14.11	1180 WALNUT BOTTOM ROAD CARLISLE PA 17013	From	4/21/1996	To	Current
14.12	1205 EAST PINE DEMING NM 88030	From	10/15/1995	To	1/3/2017
14.13	1-20TH AVE S E MINOT ND 58701	From	7/9/1970	To	Current

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Address		Dates of occupancy			
14.14	1305 HIGHWAY #10 WEST DETROIT LAKES MN 56501	From	1/31/1991	To	4/3/2017
14.15	133 MONARCH DRIVE HOUMA LA 70364-2699	From	11/3/1976	To	1/3/2017
14.16	1400 EAST 104TH AVE THORNTON CO 80233	From	8/28/1994	To	1/3/2017
14.17	1405 SOUTH GRAND CHARLES CITY IA 50616	From	2/4/1996	To	Current
14.18	1425 E HIGHWAY 151 PLATTEVILLE WI 53818	From	11/1/1993	To	4/3/2017
14.19	1447 N MAIN ST NORTH CANTON OH 44720	From	9/26/1974	To	Current
14.20	1460 W 49TH ST HIALEAH FL 33012	From	4/17/1969	To	8/1/2017
14.21	1500 ANNA SPARKS WAY MCKINLEYVILLE CA 95521	From	9/25/1994	To	Current
14.22	1501 HWY 169 N ALGONA IA 50511	From	8/17/1978	To	Current
14.23	1600 US 31 SOUTH MANISTEE MI 49660-2223	From	6/1/1992	To	1/3/2017
14.24	1701 4TH AVE W CHARLESTON WV 25387	From	5/4/1967	To	Current
14.25	171 DELAWARE AVE SIDNEY NY 13838	From	7/24/1994	To	Current
14.26	1731 2ND AVE S W CULLMAN AL 35055	From	10/11/1979	To	1/3/2017
14.27	1745 QUENTIN LEBANON PA 17042	From	4/9/1995	To	Current
14.28	1855 MAIN STREET RAMONA CA 92065	From	2/28/1991	To	Current
14.29	19563 COASTAL HWY, UNIT A REHOBOTH BEACH DE 19971-1141	From	3/12/1995	To	4/17/2017
14.30	1960 NORTH FEDERAL BLVD RIVERTON WY 82501	From	8/31/1992	To	1/3/2017
14.31	2010 N MAIN LAYTON UT 84041	From	6/11/1981	To	4/3/2017
14.32	2011 EAST FRY BLVD SIERRA VISTA AZ 85635	From	11/19/1989	To	1/3/2017
14.33	2150 SOUTH DOUGLAS HWY GILLETTE WY 82716	From	11/2/1992	To	Current
14.34	2211 W IRLO BRONSON HWY KISSIMMEE FL 34741	From	11/24/1978	To	4/3/2017
14.35	2220 NORTH GRIMES ST HOBBS NM 88240	From	5/23/1974	To	Current
14.36	22801 HARPER AVE ST CLAIR SHORES MI 48080	From	11/16/1967	To	1/28/2018
14.37	2302 CHERRY ROAD ROCK HILL SC 29730	From	10/1/1975	To	Current
14.38	2304 E NOB HILL BLVD YAKIMA WA 98901	From	9/2/1971	To	1/3/2017
14.39	2304 MISSOURI BLVD JEFFERSON CITY MO 65109	From	11/29/1973	To	4/3/2017
14.40	2307 SUPERIOR WEBSTER CITY IA 50595	From	6/18/1981	To	Current

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Address		Dates of occupancy			
14.41	2308 HIGHWAY 45 N COLUMBUS MS 39701	From	10/30/1994	To	Current
14.42	2355 U.S. 23 SOUTH ALPENA MI 49707	From	5/7/1995	To	1/3/2017
14.43	2500 W WABASH SPRINGFIELD IL 62704	From	4/10/1975	To	1/3/2017
14.44	2640 WEST SIXTH STREET THE DALLES OR 97058	From	11/11/1990	To	Current
14.45	2643 PONCE BYPASS PONCE PR 00728	From	10/20/1999	To	Current
14.46	2760 I-75 BUSINESS SPUR SAULT SAINTE MARIE MI 49783	From	10/11/1991	To	1/3/2017
14.47	280 Calle Carvajal Suite - 1 GUAYNABO PR 00969	From	12/17/1997	To	9/23/2017
14.48	2801 W. STATE ST OLEAN NY 14760	From	7/30/1995	To	10/2/2017
14.49	2815 WEST PARRISH AVENUE OWENSBORO KY 42301	From	11/18/1982	To	4/3/2017
14.50	2821 EAST MAIN ST RUSSELLVILLE AR 72801	From	11/13/1980	To	Current
14.51	3000 EAST MAIN ST FARMINGTON NM 87401	From	10/10/1974	To	Current
14.52	3001 IOWA AVENUE RIVERSIDE CA 92507	From	10/22/1970	To	4/3/2017
14.53	3005 AVE RAMON LUIS RIVERA BAYAMON PR 00956	From	10/11/2001	To	Current
14.54	3010 FORT CAMPBELL BLVD HOPKINSVILLE KY 42240	From	10/16/1986	To	4/3/2017
14.55	3020 W 12TH ST SIOUX FALLS SD 57104	From	8/14/1980	To	4/3/2017
14.56	3101 NORTHVIEW DRIVE ELKHART IN 46514	From	3/11/1990	To	1/3/2017
14.57	3180 HIGHWAY 2 WEST HAVRE MT 59501	From	11/16/1992	To	11/1/2018
14.58	3207 SOLOMONS ISLAND ROAD EDGEWATER MD 21037-2714	From	5/28/1995	To	Current
14.59	3231 CHICAGO ROAD STEGER IL 60475	From	11/13/1980	To	Current
14.60	350 GROSSMAN DR BRAINTREE MA 02184	From	11/14/1996	To	2/1/2016
14.61	3625 EAST 18TH STREET ANTIOCH CA 94509	From	4/17/1994	To	Current
14.62	3801 B CLEMSON BLVD ANDERSON SC 29621	From	3/17/1996	To	4/6/2017
14.63	389 MAIN STREET MADAWASKA ME 04756-1197	From	11/3/1977	To	Current
14.64	3975 COLUMBIA AVENUE COLUMBIA PA 17512	From	11/18/1991	To	Current
14.65	4 EAST SHAWNEE ST MUSKOGEE OK 74401	From	11/9/1972	To	4/3/2017
14.66	400 NORTH BEST AVENUE WALNUTPORT PA 18088	From	7/23/1995	To	Current
14.67	4000 EAST 2ND STREET CASPER WY 82609	From	11/29/1991	To	Current

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	Address	Dates of occupancy			
14.68	<u>42126 BIG BEAR BLVD BIG BEAR LAKE CA 92315</u>	From	<u>11/16/1992</u>	To	<u>Current</u>
14.69	<u>4501 66TH STREET N ST. PETERSBURG FL 33709</u>	From	<u>3/19/1970</u>	To	<u>Current</u>
14.70	<u>4700 SECOND AVENUE KEARNEY NE 68847</u>	From	<u>5/27/1990</u>	To	<u>1/3/2017</u>
14.71	<u>500 NIMITZ HIGHWAY HONOLULU HI 96817</u>	From	<u>10/12/1992</u>	To	<u>4/14/2016</u>
14.72	<u>5000 23RD AVE MOLINE IL 61265</u>	From	<u>5/1/1969</u>	To	<u>Current</u>
14.73	<u>502 PIKE STREET MARIETTA OH 45750</u>	From	<u>9/10/1981</u>	To	<u>Current</u>
14.74	<u>5050 S KEDZIE AVENUE CHICAGO IL 60632</u>	From	<u>11/18/1982</u>	To	<u>1/3/2017</u>
14.75	<u>545 US HWY 29 N CONCORD NC 28027</u>	From	<u>8/7/1994</u>	To	<u>4/3/2017</u>
14.76	<u>555 SOUTH AVENUE TALLMADGE OH 44278</u>	From	<u>7/24/1975</u>	To	<u>Current</u>
14.77	<u>731 BEVERLY PIKE ELKINS WV 26241</u>	From	<u>3/17/1994</u>	To	<u>4/3/2017</u>
14.78	<u>7350 MANATEE AVE WEST BRADENTON FL 34209</u>	From	<u>3/13/1980</u>	To	<u>Current</u>
14.79	<u>895 FAULKNER ROAD SANTA PAULA CA 93060</u>	From	<u>7/29/1991</u>	To	<u>Current</u>
14.80	<u>900 E ADMIRAL DOYLE DR NEW IBERIA LA 70560</u>	From	<u>5/12/1976</u>	To	<u>1/3/2017</u>
14.81	<u>912 COUNTY LINE ROAD DELANO CA 93215</u>	From	<u>9/23/1991</u>	To	<u>Current</u>
14.82	<u>9484 DYER ST EL PASO TX 79924</u>	From	<u>8/3/1967</u>	To	<u>4/3/2017</u>
14.83	<u>PR RTE #2; KM 149.5 MAYAGUEZ PR 00680</u>	From	<u>4/24/1996</u>	To	<u>Current</u>
14.84	<u>4820 S 4TH ST TRAFFICWAY LEAVENWORTH KS 66048</u>	From	<u>8/14/1980</u>	To	<u>4/3/2017</u>

Part 8:

Health Care Bankruptcies

15. **Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

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Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.0.00 _____ Facility Name	_____	_____
_____ Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider. _____	How are records kept? Check all that apply <input type="checkbox"/> Electronically <input type="checkbox"/> Paper
_____ City State ZIP Code		

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☐ No.
- ☒ Yes. State the nature of the information collected and retained.

First Name, Last Name, Email Address, Home Address, Date of Birth, Contact Number, Credit Card Number, Social Security Number, Passport Number, Driver's License Number, Sears.com Login Name

Does the debtor have a privacy policy about that information?

- ☐ No.
- ☒ Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

- ☒ No. Go to Part 10.
- ☐ Yes. Fill in below:

Name of plan	Employer Identification Number of the Plan
_____	EIN: _____
Has the plan been terminated?	
<input type="checkbox"/> No	
<input type="checkbox"/> Yes	

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.0. _____ Name _____ Street _____ City State ZIP code	XXXX- _____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Financial institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.0. _____ Name _____ Street _____ City State ZIP code	_____ Address _____ _____	_____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of the building which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
20.0. _____ Name _____ Street _____ City State ZIP code	_____ Address _____ _____	_____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

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List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
<div>Name</div> <div>Street</div> <div>CityStateZIP code</div>			<div>\$</div>

Part 12: Details About Environmental Information**22. Has the debtor been a part in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- ☒ No
- ☐ Yes. Provide details below.

22.0. Case title	Court or agency name and address	Nature of the case	Status of case
<div>Case number</div>	<div>Name</div> <div>Street</div> <div>CityStateZIP code</div>		<div><input type="checkbox"/> Pending</div> <div><input type="checkbox"/> On appeal</div> <div><input type="checkbox"/> Concluded</div>

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☐ No

☒ Yes. Provide details below.

23.1.	Site name and address	Governmental unit name and address	Environmental law, if known	Date of Notice
	1228	COUNTY OF SACRAMENTO ENVIRONMENTAL MAN	HMP Violation Q342 (HSC 6.95 25507)HMP Violation Q355 (19 CCR 4 2658; HSC 6.95 25505(a)(3), 25508(a)(1))HMP Violation Q356 (19 CCR 4 2659(b); HSC 6.95 25505(a)(4))HMP Violation H115 (22 CCR 11 66261.7)HMP Violation Q350 (19 CCR 4 2652(a)(2); HSC 6.95 25505(a)(1), 25506, 25508(a)(1))HMP Violation Q352 (19 CCR 4 2652(a)(1), HSC 6.95 25508(a)(1))HMP Violation Q353 (HSC 6.95 25508.1(a)-(f))HMP Violation H120 (22 CCR 12 66262.34(d)(2); 40 CFR 1 262.34(d)(4), 265.31)Haz Waste Generation Violation Q249 (22 CCR 12 66262.40(a))Haz Waste Generation Violation Q253 (22 CCR 12, 66262.34(a)(4); 22 CCR 15 66265.16)Haz Waste Generation Violation Q266 (HSC 25123.3(b)(1), 25201; 22 CCR 12 66262.34(a))Haz Waste Generation Violation Q282 (22 CCR 12 66262.34(a)(1); 22 CCR 15 66265.174)Haz Waste Generation Violation Q292 (22 CCR 12 66262.34(a)(1); 22 CCR 15 66265.194)Haz Waste Generation Violation Q306 (HSC 6.5 25189.5(a); 25201(a))Haz Waste Generation Violation Q312 (22 CCR 12 66262.34(a)(4); 22 CCR 15 66265.31)Haz Waste Generation Violation Q810 (22 CCR 12 66262.34(e))Haz Waste Generation Violation Q268 (22 CCR 12 66262.34(f))Haz Waste Generation Violation Q269 (22 CCR 16 66266.81(a)(3))Haz Waste Generation Violation Q280 (22 CCR 12 66262.34(a)(1); 22 CCR 15 66265.173)Haz Waste Generation Violation Q301 (22 CCR 16 66266.81(b))Haz	9/26/2017
	Name	Name		
	1601 ARDEN WAY	10590 ARMSTRONG AVE SUITE A		
	Street	Street		
	SACRAMENTO CA 95815	MATHER CA 95655		
	City State ZIP code	City State ZIP code		

Debtor

KMART OPERATIONS LLC
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Waste Generation
Violation Q304 (22 CCR
16 66266.130, HSC 6.5
25250.22)Haz Waste
Generation Violation Q329
(22 CCR 23 66273.34)Haz
Waste Generation
Violation Q336 (HSC 6.5
25201.16(f))Haz Waste
Generation Violation Q259
(22 CCR 12 66262.11,
66262.40(c))Haz Waste
Generation Violation Q294
(22 CCR 66262.34(a), 22
CCR 15 66265.192(a), 22
CCR 66265.192(h))Haz
Waste Generation
Violation Q295 (22 CCR
15 66265.192(k))

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
- ☐ Yes. Provide details below.

24.0.	Site name and address	Governmental unit name and address	Environmental law, if known.	Date of Notice
	Name	Name		
	Street	Street		
	City State ZIP Code	City State ZIP Code		

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

25.1.	Business name and address KMART OPERATIONS OF MICHIGAN LLC Name 3333 BEVERLY ROAD Street HOFFMAN ESTATES ILLINOI 60179 City State ZIP Code	Describe the nature of the business Liquor license for seritage	Employer Identification Number Do not include Social Security number or ITIN EIN: 38-3551696 Dates business existed From 06-25-2015 to Present
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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Debtor

KSMART OPERATIONS LLC
Name

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	Name and address	Dates of service	
26a.1.	HOLLAR JASON Name 3333 BEVERLY ROAD Street HOFFMAN ESTATES ILLINOIS 60179 City State ZIP Code	From 1/31/2017	To 4/28/2017
26a.2.	JORDAN JOE Name 3333 BEVERLY ROAD Street HOFFMAN ESTATES ILLINOIS 60179 City State ZIP Code	From 1/3/2016	To 4/14/2018
26a.3.	PHELAN ROBERT Name 3333 BEVERLY ROAD Street HOFFMAN ESTATES ILLINOIS 60179 City State ZIP Code	From 7/1/2018	To Current
26a.4.	RIECKER ROBERT Name 3333 BEVERLY ROAD Street HOFFMAN ESTATES ILLINOIS 60179 City State ZIP Code	From 4/21/2017	To Current

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

	Name and address	Dates of service	
26b.1.	DELOITTE & TOUCHE LLP Name P O BOX 844708 Street DALLAS TX 75284 City State ZIP Code	From 10/15/2016	To Current

Debtor KMART OPERATIONS LLC Case number (if known) 18-23540
Name

26c. List all the firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

	Name and address	If any books of account and records are unavailable, explain why
26c.1.	<p>DELOITTE & TOUCHE LLP</p> <hr/> <p>Name</p> <p>P O BOX 844708</p> <hr/> <p>Street</p> <p>DALLAS TX 75284</p> <hr/> <p>City State ZIP Code</p>	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

	Name and address
26d.1.	<p>DEPARTMENT OF TREASURY</p> <hr/> <p>Name</p> <p>PO BOX 9022501</p> <hr/> <p>Street</p> <p>SAN JUAN PR 00902-2501</p> <hr/> <p>City State ZIP Code</p>
26d.2.	<p>MUNICIPAL REVENUE COLLECTION CENTER CRIM</p> <hr/> <p>Name</p> <p>PO BOX 195387</p> <hr/> <p>Street</p> <p>SAN JUAN PR 00919-5387</p> <hr/> <p>City State ZIP Code</p>
26d.3.	<p>MUNICIPIO AUTÓNOMO DE PONCE - SECRETARIA FINANZAS Y PRESUPUESTO</p> <hr/> <p>Name</p> <p>PO BOX 331709</p> <hr/> <p>Street</p> <p>PONCE PR 00733-1709</p> <hr/> <p>City State ZIP Code</p>

Name and address

26d.4. MUNICIPIO DE BAYAMON - DEPARTAMENTO DE FINANZAS

Name

PO BOX 1588

Street

BAYAMON

PR

00960

City

State

ZIP Code

Name and address

26d.5. MUNICIPIO DE GUAYNABO - CENTRO RECAUDACCIONES MUNICIPALES

Name

PO BOX 7885

Street

GUAYNABO

PR

00970

City

State

ZIP Code

Name and address

26d.6. MUNICIPIO DE MAYAGÜEZ - DEPARTAMENTO DE FINANZAS

Name

PO BOX 185

Street

MAYAGUEZ

PR

00680-1852

City

State

ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories

Name of the person who supervised the taking of the inventory

**Date of
inventory**

**The dollar amount and basis (cost, market,
or other basis) of each inventory**

27.0.

\$

Name and address of the person who has possession of inventory records

Name

Street

City

State

ZIP Code

Debtor

KMART OPERATIONS LLC
Name

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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
BORDEN JANE	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	President, Real Estate	0%
CATANESE JOANN	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	Divisional Vice President, Real Estate Administration	0%
JENCHEL LAURENCE M	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	Divisional Vice President, Risk Management and Assistant Secretary	0%
LINNANE WILLIAM	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	President, Grocery, Drug and Pharmacy	0%
MEERSCHAERT LAWRENCE J	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	Vice President, Tax, Assistant Treasurer and Secretary	0%
MEERSCHAERT LAWRENCE J	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	Director	0%
MORRIE MICHAEL V	3333 BEVERLY ROAD HOFFMAN ESTATES ILLINOIS 60179	Divisional Vice President and Chief Financial Officer, Real Estate	0%
MUNJAL LEENA	3333 BEVERLY BLVD HOFFMAN ESTATES IL 60179	Chief Digital Officer	0%

Debtor

KMART OPERATIONS LLC
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MUNN DONALD C	3333 BEVERLY ROAD	Assistant Secretary	0%
	HOFFMAN ESTATES ILLINOIS 60179		
PHELAN ROBERT J	3333 BEVERLY ROAD	Treasurer	0%
	HOFFMAN ESTATES ILLINOIS 60179		
PRAKASH RAJAT	3333 BEVERLY ROAD	Assistant Treasurer	0%
	HOFFMAN ESTATES ILLINOIS 60179		
RIECKER ROBERT A	3333 BEVERLY ROAD	Chief Financial Officer	0%
	HOFFMAN ESTATES ILLINOIS 60179		
RIECKER ROBERT A	3333 BEVERLY ROAD	Director	0%
	HOFFMAN ESTATES ILLINOIS 60179		
SCHWARTZ PERRY DEAN	3333 BEVERLY ROAD	President	0%
	HOFFMAN ESTATES ILLINOIS 60179		
SINHA NARENDRA N	3333 BEVERLY ROAD	Senior Vice President, Corporate Planning and Business Finance	0%
	HOFFMAN ESTATES ILLINOIS 60179		
SITLEY STEPHEN L	3333 BEVERLY ROAD	General Counsel and Chief Compliance Officer	0%
	HOFFMAN ESTATES ILLINOIS 60179		
VALENTINO LUKE	3333 BEVERLY BLVD	Director	0%
	HOFFMAN ESTATES IL 60179		
VALENTINO LUKE	3333 BEVERLY BLVD	Assistant Secretary	0%
	HOFFMAN ESTATES IL 60179		

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☐ No☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
BABB JONATHAN C	3333 BEVERLY ROAD	Vice President, Deputy General Counsel and Assistant Secretary	From 01-31-2017 To 10/25/2017
	HOFFMAN ESTATES ILLINOIS 60179		
BALAGNA JEFFREY A	3333 BEVERLY ROAD	Executive Vice President and Chief Information Officer	From 01-09-2015 To 11/30/2017
	HOFFMAN ESTATES ILLINOIS 60179		
CIOVACCO RYAN	3333 BEVERLY ROAD	President, Connected Solutions	From 01-09-2015 To 4/18/2018
	HOFFMAN ESTATES ILLINOIS 60179		
GLYNNE GARETH	3333 BEVERLY ROAD	Head, Retail Services - Kmart and Sears	From 08-23-2017 To 7/13/2018
	HOFFMAN ESTATES ILLINOIS 60179		
HAYWARD PAUL G	3333 BEVERLY ROAD	Divisional Vice President and Chief Content Integration Officer	From 01-31-2017 To 4/29/2018
	HOFFMAN ESTATES ILLINOIS 60179		
JOHNSTONE ANDREW M	3333 BEVERLY ROAD	Assistant Secretary	From 08-04-2016 To 5/24/2018
	HOFFMAN ESTATES ILLINOIS 60179		
JORDAN JOSEPH F	3333 BEVERLY ROAD	Vice President and Controller	From 11-16-2017 To 4/13/2018
	HOFFMAN ESTATES ILLINOIS 60179		
JORDAN JOSEPH F	3333 BEVERLY ROAD	Divisional Vice President and Assistant Controller	From 08-04-2016 To 11/16/2017
	HOFFMAN ESTATES ILLINOIS 60179		
LINNANE WILLIAM	3333 BEVERLY ROAD	President, Food and Grocery	From 08-23-2017 To 7/29/2018
	HOFFMAN ESTATES ILLINOIS 60179		
MUNJAL LEENA	3333 BEVERLY BLVD	Senior Vice President, Customer Experience and Integrated Retail	From 01-09-2015 To 7/29/2018

Debtor

KMART OPERATIONS LLC
Name

Case number (if known) 18-23540

Name	Address	Position and nature of any interest	Period during which position or interest was held	
	HOFFMAN ESTATES IL 60179			
PARK THOMAS F	3333 BEVERLY ROAD	President, Kenmore, Craftsman and Diehard	From 08-04-2016	To 9/20/2018
	HOFFMAN ESTATES ILLINOIS 60179			
SCHUVIE DAVID L	3333 BEVERLY ROAD	Vice President	From 03-28-2015	To 9/30/2018
	HOFFMAN ESTATES ILLINOIS 60179			
SCHUVIE DAVID L	3333 BEVERLY ROAD	Vice President, Licensed Business & Specialty Income	From 08-04-2016	To 9/30/2018
	HOFFMAN ESTATES ILLINOIS 60179			
SITLEY STEPHEN L	3333 BEVERLY ROAD	General Counsel	From 11-16-2017	To 7/29/2018
	HOFFMAN ESTATES ILLINOIS 60179			
STAELENS KURT C	3333 BEVERLY ROAD	President, Home, Mattress & Jewelry	From 07-30-2018	To 8/7/2018
	HOFFMAN ESTATES ILLINOIS 60179			
STAELENS KURT C	3333 BEVERLY ROAD	President, Home and Footwear	From 08-04-2016	To 7/29/2018
	HOFFMAN ESTATES ILLINOIS 60179			
STOLLENWERCK S JEFFREY	3333 BEVERLY ROAD	Senior Vice President and President, Real Estate	From 01-09-2015	To 5/18/2018
	HOFFMAN ESTATES ILLINOIS 60179			
VALENTINO LUKE	3333 BEVERLY BLVD	Corporate Secretary	From 11-16-2017	To 7/29/2018
	HOFFMAN ESTATES IL 60179			
VALENTINO LUKE	3333 BEVERLY BLVD	Assistant Secretary	From 08-23-2017	To 11/15/2017
	HOFFMAN ESTATES IL 60179			

Debtor

KMART OPERATIONS LLC
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30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
- ☐ Yes, see Question 4

Name and address of recipient

Amount of money or
description and value of
property

Dates

Reason for
providing the
value

30.0

Name

Street

City

State

ZIP Code

Relationship to debtor

Total amount or value.....

31. **Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

- ☒ No
- ☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent
corporation

EIN:

32. **Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?**

- ☒ No
- ☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the pension
fund

EIN:

Debtor

KMART OPERATIONS LLC
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Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Executed on 01/17/2019
MM / DD / YYYY

 /s/ Robert A. Riecker Printed name Robert A. Riecker
Signature of individual signing on behalf of the debtor

Position or relationship to debtor Office of the CEO,
Chief Financial Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes